



Policy and Procedure Manual

This document was revised by the Policy and Procedure Committee and was adopted by the American Tinnitus Association Board of Directors at a regular meeting dated April 22, 2017.

Amended by the ATA Board September 16, 2017.

Order of Authority

Federal law and State law
Articles of Incorporation
Bylaws
ATA Policy and Procedure Manual
Board Resolutions
Employee Handbook

Foreword

The contents of this Policy and Procedure Manual are reviewed periodically by the board's Bylaws, Policies & Procedures Committee (BP&P). Recommendations for improvements to the policies and procedures in this manual are welcomed at any time and may be submitted directly to the board chair, the executive director, or the chair of the BP&P Committee. However, changes to any policies or procedures in this manual must be formally proposed to and approved by the board of directors. Unless otherwise provided in the articles of incorporation or in ATA's bylaws, ATA's policies and procedures may be made, altered, amended or repealed only by the action of the simple majority (50% + one) of all the members of the board of directors.

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I. ORGANIZATIONAL STRUCTURE

I-A CONFIDENTIALITY

ATA welcomes and encourages internal discussion as part of the process of making informed decisions. However, from time to time certain discussions may be deemed confidential and not intended to be shared publicly. These confidential discussions will be identified clearly by the board of directors of ATA (referred herein as the "board") and/or the executive director. Public disclosure of these confidential matters, without the expressed permission from the board, the chair, or the executive director may result in a written warning and/or termination from the board or staff.

I-B COMMITTEES

- From time to time the chair may appoint board members, staff members, and others to either chair or participate in committees for the purpose of assisting with the business of the association. Committees may be charged with addressing periodic, ongoing, or non-recurring needs.
- There are two types of board committees: *special committees* (also called *task forces*), and *standing committees*.
- Standing committees are created by the board and are constituted to perform a continuing function, and remain in existence permanently unless disbanded by the board.
- An officer's term is for two years. All standing committee members serve for a term corresponding to that of the officers, and are normally appointed at the beginning of each administration or at the beginning of each fiscal year. However, changes in the leadership or membership of committees may be made at any time by the chair of the board.
- The chair of the board is obligated to fill the chair positions of all standing committees within two months of any vacancy occurring.
- With the exceptions of the Executive Committee (comprised of the officers of the board of directors, immediate past chair and ED as an ex officio member) and the Scientific Advisory Committee, the chairs and members of all other standing committees are appointed by the chair of the board.
- The seven standing committees are: (1) Audit Committee, (2) Bylaws, Policies & Procedures Committee, (3) Compensation Committee, (4) Executive Committee, (5) Finance Committee, (6) Nominations & Elections Committee, and (7) Scientific Advisory Committee (SAC).
- The chairs of the Audit Committee and Finance Committee shall be separate individuals. It is recommended that the current board treasurer be the chair of the Finance Committee. It is recommended that the immediate past chair be the chair of the Nominations & Elections Committee. It is recommended that the current secretary be the chair of the Bylaws, Policy & Procedures Committee. SAC members elect the chair of the Scientific Advisory Committee. The SAC chair is confirmed by the board.
- A special committee may be appointed, as the need arises, to carry out a specified task. At the completion of the assigned task (that is, following presentation of its final report to the board), the special committee or task force automatically ceases to exist.
- The number of special committees or task forces varies depending on need, board concerns articulated in motions duly approved by the board, and the chair's discretion. Due to their transient nature, special committees are not named in this manual. Samples of past special committees include: (1) ED Search Committee, (2) Membership & Support Groups, (3) Marketing, (4) Advocacy, (5) Public Relations, (6) Revenue Development, and (7) Mission and Strategy. To ensure that a special committee is meeting the board's needs, the chair may organize or dissolve any special committee or task force at any time, and may remove or replace committee chairs and/or members.

Exceptions: Separate, single-person posts (for example: parliamentarian or historian) may be appointed from time to time by the chair. These posts serve at the chair's discretion and are not considered to be committees or task forces.

- Eligibility: Committees may include board members, staff, and any other persons whom the chair considers appropriate or whom committee chairs nominate with the approval of the chair.

- Limitation: No officer, board member, or staff member may simultaneously chair more than two board standing committees. NOTE: Revised September 16, 2017)

- Format: Committees shall meet by electronic means unless otherwise directed by the chair.

- Schedule: The chair of the committee shall determine the date and time of committee meetings and is responsible for notifying all committee members.

- Alternative: Two or more committee members may call for a special committee meeting stating at the time the reason for the meeting and the date and time it will be held.

- Reports: Each committee is required to take minutes of the proceedings and to send periodic written reports or resolutions about its deliberations to the chair, ED, and the board.

- Decision-making: A majority of any committee shall constitute a quorum, and a majority of a quorum is necessary for committee action. All committee members may vote in voting called for by the committee chair.

- Authority of Standing Committees, Special Committees and Task Forces:

Any material committee action needs to be ratified by a vote of the board. No committee, committee officer, or member may either individually or collectively:

- (a) Take any final action on matters which also require board members' approval (e.g., spend funds, change the budget, or make policies);

- (b) Amend, adopt, or repeal ATA's Bylaws, Policies & Procedures;

- (c) Amend or repeal any resolution or action of the board;

- (d) Appoint other committees;

- (e) Approve any transaction to which ATA is connected and/or in which any ATA board member or director has a material financial interest.

- Each committee will:

- Hold a minimum of one meeting per fiscal year.

- Each fiscal year, or when deemed necessary, set goals and objectives prepared by the board chair in consultation with the ED, committee chair and committee members.

- Prepare a timeline for the completion of all tasks set before the committee.

- Have an agenda prepared by the committee chair and sent to all committee members no later than one week before the meeting date. Documents or papers pertaining to the agenda will accompany the agenda when it is sent out.

- Take minutes of all meetings

- Prepare a written report for each board meeting, or as needed.

- Prepare any motions in the proper format to be presented to the board for any actions requested by the committee.

- All Committee Member Expectations

- Attendance at all meetings with no more than two consecutive absences.

- Actively promote the organization and its mission.

- Be an active participant in any committee discussions.

- Complete any assignments given to committee members by the committee chair.

- Position of the Board Chair and ED with Respect to Committees

- The board chair may be a voting member of all committees.

- The ED may, at his/her discretion, be a non-voting member of all committees. The board chair may, at his/her discretion, designate the ED to be a voting member of any committee.

SEVEN STANDING COMMITTEES

I-C AUDIT COMMITTEE

GENERAL COMMISSION

The Audit Committee (AC) is responsible to the board, meets once a year and reports to the board. Its purpose is to assist the board in fulfilling its fiduciary duty by (1) overseeing the integrity of ATA's financial accounting process and systems of internal controls regarding finance, accounting, and use of assets; (2) managing the auditing process from ATA's point-of-view; (3) being aware of the potential for fraud within the ATA; and (4) and providing an avenue of communication among ATA's independent auditors, management, staff, and the board.

The AC may conduct any investigation appropriate to fulfilling its responsibilities, and has direct access to the independent auditors and to anyone in the organization. The AC may retain, at ATA's expense, special legal, accounting, or other consultants or experts it deems necessary for the performance of its duties.

COMPOSITION

The AC consists of three members of the board, plus the ED, one staff member who works with association finances, and one financial expert. A "financial expert" is a person who has the ability to read and understand nonprofit financial statements, including a statement of financial position, statement of activities and changes in net assets, statement of cash flows, and key performance indicators; and the ability to understand key operational and financial risks and related controls and control processes.

Voting rights: Voting members of the AC must be members of the board who are free from any relationship that would interfere with the exercise of his or her independent judgment.

RESPONSIBILITIES

1. Engage the independent auditor(s) and meet with them at least once a year either in person or electronically.
2. Help define and monitor the ethical standards that the board has established for the organization.
3. Determine what accounting and financial information, and in what format, will be the most valuable for stewardship purposes.
4. Periodically review a workable records-retention policy (see Records-Retention Policy in section IV)
5. Evaluate ATA's systems and the ability to generate required data.
6. Thoroughly review internal controls.
7. Provide ATA's officers and employees with a mechanism that will permit them to communicate any concerns they may have, such as what they may consider to be inappropriate behavior or actions by management ("whistle-blowers' provision"). (See Whistle-Blowers Policy section IV)

I-D BYLAWS, POLICIES and PROCEDURES COMMITTEE

GENERAL COMMISSION

The BP&P Committee maintains and updates ATA's bylaws, policies and procedures, and makes recommendations to the board for the purpose of improving governance.

COMPOSITION

The board chair shall appoint three to five board members to the BP&P committee for a one-year term, renewable each year. It is recommended that the ATA secretary be chair of the committee. The chair of the BP&P committee is accountable to the chair of the ATA Board. The ED shall be a member of this committee each year.

RESPONSIBILITIES

1. The BP&P Committee shall convene as many times during the year as necessary to review bylaws, policies, and procedures to determine if the documents meet the needs of the corporation.
2. The BP&P Committee shall determine if there are conflicts between documents, and propose any corrections and changes to the board.

I-E COMPENSATION COMMITTEE

GENERAL COMMISSION

The Compensation Committee (CC) annually reviews the regular and bonus salaries of the executive director (ED) based on criteria articulated in the bylaws, the ED's contract, and goals set by the board. The CC makes recommendations for board action.

COMPOSITION

The board chair, treasurer, and three other board members shall serve as members of the CC. The board chair shall chair the committee.

RESPONSIBILITIES

1. The CC prepares and implements an evaluation tool for the ED to be completed by the board. (See sample in Appendix.)
2. The CC consults with the ED on a regular basis as part of this process.
3. The CC reviews the results of the evaluation and considers this tool as part of the compensation study for the ED.
4. The CC studies salary trends of EDs in the United States and applies the information to help determine an appropriate yearly salary adjustment for the ED.
5. The CC looks at data from many sources to help determine appropriate compensation for the ED.
6. The bylaws and the ED's contract allow for a discretionary annual bonus above the ED's annual salary based on achievement of specific, measurable goals determined annually by the board. The CC refers to those yearly goals when making a recommendation to the board concerning the ED's bonus.

I-F EXECUTIVE COMMITTEE

GENERAL COMMISSION

The Executive Committee (EC) meets at the request of any member of the committee.

COMPOSITION

The EC consists of the elected officers, the ED and the immediate past board chair. The board chair is the chair of the EC.

RESPONSIBILITIES

The EC meets to discuss any issues that need clarification or minimal action. EC meetings may be called by the chair of the board for the purpose of consultation or to alert the leadership about pertinent issues or upcoming events. The EC does not make policy or have executive authority outside of its membership or individual officer duties as described in the Bylaws. The EC refers any issues that need board action to the board.

I-G FINANCE COMMITTEE

GENERAL COMMISSION

The Finance Committee (FC) is commissioned by and responsible to the board for overseeing all investment funds for ATA.

COMPOSITION

It is recommended that the board treasurer serve as the chair of the FC, and that the members of the FC consist of the board chair, ED, finance and operations director, and two board members appointed by the board chair serve as the other committee members. Subcommittees may be created from members of the committee, appointed by the chair of the committee, on an as-needed basis. Sub-committees will report to the full committee. The chair of the committee is accountable to the chair. With the approval of the board chair, non-board members may be appointed to sub-committees without being members of the full committee.

RESPONSIBILITIES

1. The FC shall meet with investment portfolio managers and make recommendations to the board.
2. The FC shall make recommendations to the board that include assessment of:
 - a. The current financial management team

- b. A future company or companies to manage funds
 - c. Management risk
 - d. Types of investments
 - e. Short-term and long-term plans.
3. At each regular board meeting, the FC shall provide a report of the investment portfolio that includes explanation of reflected changes in the portfolio, return on investment inclusive with commissions, and any recommendations by the committee.

I-H NOMINATION AND ELECTION COMMITTEE

GENERAL COMMISSION

The Nomination and Election Committee (NEC) is responsible for reviewing nominations for board positions and presenting such nominees to the board for a vote. The committee is also charged with receiving nominations and running the election for officers, SAC chair and SAC members.

The NEC is consultative and as such makes recommendations for action to the board. Within the committee, decisions (recommendations) can be reached by consensus; however, any one member may request that a formal vote be utilized. The chair of the committee is a voting member of the committee.

COMPOSITION

The board chair shall appoint a minimum of three board members to the NEC for a one-year term, renewable each year. It is recommended that the immediate past chair of the board be the chair of the committee. If there is no past chair, the chair shall be appointed from the committee members. The chair of the NEC is accountable to the chair of the board and to the board. The ED shall be a member of this committee each year.

RESPONSIBILITIES

- Prepare a chart showing the directors' dates of entry to the board and dates of term limit.
- Run elections for board nominees, board officers, the SAC chair and SAC members.
- Prepare and distribute the Board Nomination Form, Board Application Form and SAC Application Form. These forms may be revised on a yearly basis or more frequently if necessary. (See Appendix for the latest forms.)

BOARD NOMINATION PROCEDURES AND PROCESSES

1. In the spring of each year, or more often if necessary, the NEC shall announce that there are board positions open and will accept board nominations.
2. Prospective board members may be actively recruited by every previous/current board member, committee member, or staff person (henceforth referred to as "recruiter").
3. A recruiter may nominate no more than one candidate per year (not less than 365 days apart from a previous accepted nominee or from one recruiting cycle to the next recruiting cycle - see #1 above).
4. The recruiter shall make initial contact with the potential nominee to determine the willingness on the part of the prospective board member to participate on the board. The recruiter may not promise or suggest that it is certain the person will become a board member.
5. Individuals who have previously served as board members (with a minimum of one year absence from the board), and other appropriate candidates, shall be nominated by the following process:
 - a. When the chair of the committee has been notified that there is a potential nominee, a Board Nomination Form shall be sent to the person who intends to nominate a person for the board.
 - b. The recruiter will fill out the Board Nomination Form provided to them by the committee chair. The Board Nomination Form allows for a description of the candidate and his or her qualities that would be an asset to the board. The form contains a description of the qualifications required for a board member. (See form

in Appendix.) The recruiter shall forward the completed form to the chair who will distribute it to the other members of NEC.

- c. Once the completed form has been distributed, the NEC shall meet via conference call or email to review the form and determine if the committee should continue reviewing the nominee. At this point the committee will strive for board balance, both by profession and by geography. The nominee may be rejected at this point if the committee determines that he or she may have a conflict of interest, shows little interest in tinnitus or hyperacusis, declares an inability to attend board meetings, or does not provide sufficient information on the nominee forms, etc.
- d. If the committee agrees that the nominee is a potential board member, the NEC chair shall contact the nominee and provide a Board Application Form. When making contact, the NEC chair shall emphasize the board's expectations for board membership, which are listed on the Board Application Form. The following is taken from the Board Nomination and Board Application Forms.

BOARD MEMBER EXPECTATIONS & QUALIFICATIONS

The nominee will:

- A. Be able to attend four regular board meetings per year (two in person, and two by telephone or electronic means). Two consecutive unexcused absence from board meetings is an automatic resignation from the board.
- B. Be able to contribute or fundraise a minimum of \$1,000 for ATA per fiscal year, and be a member of ATA by paying the yearly \$40 membership fee.
- C. Be willing to be on a board committee and be an interested and a contributing member of the board.
- D. Have no conflict of interest by membership in an organization or work that might be considered in competition or conflict with the mission of ATA.
- E. Support the articles of incorporation, bylaws, policies, and mission of ATA.
- F. Actively promote the organization and its mission.
- G. Support scientific research in the fields of tinnitus and hyperacusis.
- H. Support a collaborative process of deliberation, including keeping an open mind, excluding predetermined agendas, maintaining respect even if disagreeing, demonstrating a capacity to compromise when appropriate, and being able to support a consensus decision despite earlier differences.
- I. Show respect for and understanding of ATA staff, some of whom handle stressful encounters with tinnitus patients every day, and all of whom manage the day-to-day operations of an organization whose membership numbers in the thousands.
- J. Note: The Nomination Committee will strive for diversity, both by profession and by geography.

6. If and when the Board Application Form is completed and returned to the NEC chair, the NEC chair shall send the form to the other members of the NEC along with a copy to the board chair for review.

7. The NEC shall meet again to determine if the committee should continue the process for nomination. If the NEC votes to proceed, a conference call will be arranged with the nominee.

8. On the conference call, the NEC members will outline a brief history of ATA and its mission. Questions will also be asked that pertain to the answers given on the Board Application Form. The nominee may also ask questions of the committee.

9. Once the conference call with the nominee is completed, the NEC members will deliberate to determine if the nominee should be considered by the full board. The nominee may be rejected at this point if it is determined that there could be a conflict of interest or other reasons for not continuing with the nomination process. If the NEC agrees that the nominee is a viable candidate, the nominee will be notified that his or her application will be presented to the full board for a vote.

10. If a nominee is rejected for any reason, the board chair and the recruiter shall be notified of the rejection and the reason for the rejection. The NEC chair shall notify the nominee and the recruiter. The recruiter may elect to discuss that reason with the nominee, and present new or clarifying information that may have a bearing on the rejection, in which case the NEC chair may be requested to reevaluate the nomination. The NEC chair may call for a new evaluation by the NEC.

11. Once the NEC accepts a nominee for possible board membership, the committee will send the application form and any other documents presented by the nominee to the board.

12. Along with the documents outlined in number 11, NEC shall send a ballot that is to be returned within five days to the NEC chair and one or more designated board members. A simple majority (50% +1) of the entire board will place the nominee on the board.
13. If the board rejects a nomination, the recruiter and the nominee shall be notified of the rejection.
14. If accepted at the spring meeting, the nominee shall take office the first day of July. If the new board member is selected (by special election to fill a vacancy or vacancies at other times of the year, the board member shall take office the first day of the month following his or her election to the board.
15. Within a year of selection to the board, an orientation shall be held for the new board member(s) either in person or via phone.
16. A board member may run for a second three-year term. His or her name shall be on the ballot when the new board member elections take place, or prior to any board meeting before the end of a board member's term. A simple majority plus one vote of the entire board shall elect the member to a second term.
17. The NEC shall also be charged with running the election for officers of the ATA, chair of SAC and members of SAC as follows:

Every two years at the winter meeting (usually January) of the board, the NEC chair shall announce that the positions of board chair, vice chair, treasurer, and secretary will be open and a vote taken prior to the spring meeting (usually April) to elect the new officers. Approximately four weeks before the spring board meeting, the NEC chair shall send out the directions for the nomination and election process. Any nominations for officers shall be submitted to the NEC chair. Individuals may self-nominate or be nominated by another board member. If nominated by another board member, the board member must agree to be nominated. The nominees shall submit a bio of no more than one page to the NEC chair. The bio shall be sent via email to the board members along with a ballot. The ballots shall be returned via email to, and counted by, the ED and the chair of the NEC or designee. The nominee must receive a simple majority (50% + 1) of the entire board to be elected.
18. If an officer position becomes vacant, other than the usual two-year sequence, a special election shall take place for the open position via email on a shortened timeline using the same schedule as outlined above. An elected officer filling a vacancy shall complete the vacated term. The officer filling the vacated office may run for a two-year term during the regular election cycle. There are no term limits for officers.
19. The nomination and election of the SAC chair shall follow the same procedures and approximately the same timeline as the election of officers for ATA, with the exception that the nominees come from SAC and are elected by SAC members and confirmed by the board.
20. SAC members and board members may nominate individuals for the SAC. The nomination and election of the SAC members generally follow the same procedures and approximately the same timeline as the election of board members. SAC members are elected by the board.

I-I NOMINATING AN HONORARY DIRECTOR

Every board member, previous board member, committee member, and staff member is encouraged to identify an individual who would meet attributes of an Honorary Director for the American Tinnitus Association, and to propose the individual to the NEC.

Persons nominating an individual are responsible for providing contact information to the ED regarding the potential Honorary Director. The ED, or designee, will inquire as to whether the individual is interested in serving in the capacity of ATA Honorary Director. However, there should not be any promise or indication on the part of the nominating person that the potential nominee will become an ATA Honorary Director.

An individual who has indicated a willingness to serve as an Honorary Director shall have their name considered by the NEC chair, officers and ED.

1. If the NEC chair, officers and ED approve the nominee, the name of the nominee shall be presented to the board for a vote at the next regular board meeting.
2. If the board elects the nominee to the board by a simple majority plus one vote, an orientation packet and welcome letter will be sent to the new Honorary Director.
3. If the board fails to elect the nominee as an Honorary Director, the board chair shall send a letter to the nominee explaining the decision of the board.
4. An Honorary Director is not a voting member of the board, but may visit a board meeting at his or her own expense.

I-J SCIENTIFIC ADVISORY COMMITTEE

GENERAL COMMISSION

The Scientific Advisory Committee (SAC) is responsible for advising ATA staff and board members on all scientific matters. A particular focus for the committee is to recommend research that has the best likelihood for success within the areas of prevention, treatment, and cure of tinnitus and hyperacusis.

ELECTION AND TERM OF OFFICE OF THE SAC CHAIR

The chair of the SAC shall be nominated and elected every two (2) years and take office July 1 of the year of the election. The SAC chair shall be elected from the SAC members constituting the committee at the time of the election. Following the election of the chair by the SAC members, the newly elected chair shall be confirmed by the board and become a member of the board for the duration of the SAC chair term.

COMMITTEE STRUCTURE AND COMPOSITION

1. The SAC can have a minimum of 12 members and a maximum of 30 members, one of whom is a board member delegated by the board, and one of whom is the outgoing chair of the SAC (See I-M below).
2. To complete SAC business, a quorum is 33% of the committee membership.
3. The SAC will have a committee-elected chair, elected by simple majority vote of the entire SAC membership (50% + 1). The chair has a two-year (2), one-time renewable term of service.
4. Each SAC member has a four-year (4), one-time-renewable term for a maximum of eight-years (8) of committee service. The board will elect all SAC members for first or second terms.
5. SAC will meet in person, if the ATA budget allows, or electronically for the purpose of reviewing grants and conducting other committee activities.
6. The committee chair serves as a liaison to the board with full voting privileges and is counted as part of the board quorum during his or her eligibility as the SAC chair. No member currently receiving salaried compensation from ATA will be eligible for the position of SAC chair or for the position of liaison to the board.
7. The board will, in turn, appoint a board member to sit on the SAC with full voting privileges during his or her eligibility as a board member.
8. Either SAC members and or board members can nominate new SAC members.
9. Composition of the SAC will broadly reflect representation from a variety of disciplines. Desirable representation shall be from: otolaryngology, audiology, psychology or psychiatry, neurology, hearing instrument dispensing or dispensing audiology, pharmacology, clinical research, and basic research.
10. SAC members shall have broad geographic representation and, thus, a single institution shall have no more than 3 members, or a maximum of 25% of committee membership, whichever is less.
11. The SAC may form subcommittees as needed to accomplish its objectives.

RESPONSIBILITIES

The SAC shall:

1. Make recommendations for grant Request for Proposals; assist in identifying potential applicants; review ATA grant applications; and make recommendations to the board of directors regarding which grants to fund and the amount of money to award for each grant within the parameters set by the board.
2. Advise staff and the board about new developments in SAC members' respective fields and any other scientific development related to tinnitus and hyperacusis.
3. Submit two written updates to ATA per year about ATA-funded grants in progress, and three articles per year for inclusion in *Tinnitus Today*.
4. Respond to staff and board inquiries regarding medications that help or hurt tinnitus or hyperacusis, new therapies, ATA members' sensitivity to animal research and other scientific issues, and anecdotal reports of tinnitus alleviation or exacerbation and make recommendations for open trials.

I-K SAC CONFIDENTIALITY

All members of the board, SAC, other ATA committees, and staff – unless specifically authorized by the board, board chair, or the ED – shall observe and keep the proceedings of the SAC in the strictest of confidence in accordance with the standards of confidentiality as may be adopted from time to time by the National Institutes of Health, an agency of the U.S. Department of Health and Human Services.

I-L SAC CHAIR SUCCESSION

In the event the SAC chair is unable or unwilling to fulfill the remainder of his or her term as chair, the following procedures shall be followed:

1. The chair of the ATA shall accept the written resignation of the SAC chair.
2. Within one week, the Nominations and Election Committee (NEC) chair shall call for nominations from SAC members for the position of chair.
3. The NEC chair shall supply a listing of SAC members when the nomination process is announced.
4. From the time of call for nominations, there shall be a one-week window to receive nominations.
5. A SAC member who is nominating another SAC member for chair shall make initial contact with the potential nominee to determine his or her willingness to serve as chair. Individual members of SAC may self-nominate.
6. The nominations shall be transmitted via email to the NEC chair using an attached SAC Chair Nomination Form.
7. When the nomination period has closed, the NEC chair shall ask each nominee to submit an Application Form, along with the documentation listed on the Application Form. The date for the return of this information shall be in the announcement to the nominees, which shall be no longer than one week after notification.
8. Following the receipt of the personal information from each nominee, the NEC chair will prepare a ballot that will be sent to all SAC members along with all of the nominees' documentation.
9. The ballots are to be returned to the NEC chair via email no later than five days from the start of the balloting procedure. The return date shall be specified on the ballot.
10. The NEC chair shall count the ballots and the person receiving a majority of the entire SAC membership plus one (50% plus one individual to prevent a tie) shall be named chair.
11. If the chair resigns and has more than a year left on his or her two-year term, the chair-elect (see number 10) will fill the remainder of the term of the resigned chair, and be eligible to run for chair in the usual two-year cycle. If there is less than a year remaining on the resigned chair's term, an election shall take place for a two-year term, which may be lengthened to begin on the usual July 1 starting date. (i.e. If there are five months left on the term of the resigned chair - the new chair would be in office for two years and five months.)
12. Once the new SAC chair has been confirmed by the board, he or she shall become a member of the ATA Board on July 1 in the regular election cycle. If elected in another month that is not near the July date, he or she shall become a member of the board immediately.

I-M SAC PAST CHAIR

When the SAC chair completes his or her final term as chair, he or she shall hold the position of past chair for one year. The position of past chair of SAC need not be filled if the outgoing chair determines that he or she cannot fulfill the position for personal or professional reasons.

The person holding the position of past chair shall be a voting member of SAC during his or her term as past chair but is no longer an officer of SAC. If the past chair term of one year exceeds his or her eight years on the committee, his or her term shall be extended until the end of the one-year extension as past chair.

The past chair of SAC is not a member of the board. However, the past chair of SAC is eligible to be separately nominated to the board through the normal procedures described in this Manual.

I-N LOCATION OF BOARD MEETINGS

The board shall plan to hold its board meetings in any city that has appropriate airport facilities and connections. The cities selected shall be at the discretion of the board chair, or by a vote of the board at any regular or special board meeting.

II. FINANCIAL POLICIES

II-A FINANCIAL DISCLOSURE

The following documents are available to the public through the organization's website and upon request.

1. Articles of incorporation and all amendments
2. Bylaws and all amendments
3. IRS determination letter, Form 1023 and all attachments
4. Audited financial statements
5. IRS Form 990

ATA's annual Form 990 and the audited financial statements are available to the public. Unaudited financial statements are confidential and are for the board's use only. Unaudited financial statements represent the current understanding of the financial picture at that time, and as such are solely for review by the board.

II-B MANAGEMENT OF INVESTMENTS

Investment Policy Statement - IPS

BACKGROUND

Founded in 1971, ATA is an Oregon non-profit corporation that was granted an exempt organization status under Internal Revenue Code Section 501(c)(3). The articles of incorporation state the following: *This corporation is organized to carry on and support research and educational activities relating to the cure of tinnitus and other defects or diseases of the ear.* ATA receives an average annual revenue of approximately \$964,550 (based on fiscal year 2016), as noted below in the Executive Summary, and current spending policies envision all or most of that revenue to be spent annually on fulfilling ATA's programs.

PURPOSE

The purpose of this Investment Policy Statement (IPS) is to assist the board in effectively supervising, monitoring and evaluating the investment of the association assets. In general, the purpose of this statement is

to outline a philosophy and attitude, which will guide the investment management of the assets toward the desired results. It is intended to be sufficiently specific, to be meaningful, yet flexible enough to be practical. Any changes in investment policy shall be in writing and communicated to all relevant parties by the Executive Director / Chief Operating Officer (COO) (collectively referred to in this section of the manual as the “ED”).

INVESTMENT STRUCTURE

ATA’s investment structure (the “fund”) includes various asset classes, investment management styles, asset allocation and acceptable ranges that, in total, are designed to produce a sufficient level of overall diversification and total investment return potential over the long-term.

EXECUTIVE SUMMARY - BASELINE

Type of Fund:	501(c)(3) public organization
IRS Tax Identification:	93-0749558
Liquid Assets as of 4/1/17	
Working capital account (i.e., Pacific Continental Bank)	\$335,219
Brokerage (i.e., Morgan Stanley)	<u>\$ 1,619,503</u>
Total	\$ 1,954,722
Time Horizon for Brokerage Account(s)	Greater than 20 years
Return Objectives	
Managed Bond Portfolio	4-6%
Managed Equity (Dividend and Growth)	6-8%
Budget and Expenses for FY2017 (ending 6/30/17) (including \$150,000 in research grants)	\$964,550

DELEGATION OF AUTHORITY, AUTHORIZATIONS AND PROHIBITED INVESTMENTS

Delegation of Authority

Pursuant to the motion passed by the board on January 28, 2017, ATA requires two signatures for any withdrawals or portfolio changes or conversions on the investment accounts, from any combination of board chair, treasurer, or ED. Deposits may be made into investment accounts by staff designated by the ED. The investment portfolio manager (company) will be advised of this limitation and confirm it in writing.

To assure optimal management and control of ATA’s investment accounts, the board further authorizes the following individuals to have access to ATA investment account records and information:

- A staff person designated (by the ED) who is responsible for day-to-day financial management.
- In addition to the ED, the board chair will have the authority to grant additional authorizations to board members, as needed and required, and to other members of ATA staff.

ATA’s Finance Committee is the operative board delegation to perform oversight of the fund and the investment manager(s), and make recommendations to the board regarding changes to this IPS.

The ED, as authorized by the board, may also engage an investment manager (or multiple managers). If engaged, the investment manager(s) has (have) discretion to purchase, sell, or hold the specific securities that will be used to meet the Fund’s investment objectives. Such investment manager(s) shall be held accountable to achieve the objectives herein stated. Any investment manager shall report to the ED, chair and treasurer, on a quarterly basis – and at any time as requested – asset allocation, overall performance and performance of Funds vs relevant indices.

Additional specialists, such as attorneys, auditors, actuaries, and others may be employed by the board to assist in meeting its responsibilities and obligations to administer Fund assets prudently.

Bank and Check Writing Authorizations

The board authorizes the following individuals to access ATA bank account records and information, and have approval to sign checks:

- ATA Chair
- ATA Treasurer
- ATA ED

Additionally, the ED may select up to two ATA staff members and one or more board members to approve and sign checks, as needed and required.

Prohibited Investments

The following investments and investment activities are prohibited:

- Private placements
- Letter stock
- Derivatives (excluding mutual funds used by ATA which may buy or sell derivatives for the purposes of managing portfolio risk)
- Securities whose issuers have filed a petition for bankruptcy
- Commodity contracts
- Short sales
- Margin transactions
- Any transactions with or through a related party to the board or staff of ATA

STATEMENT OF OBJECTIVES

To maintain ATA's fund over at least a 20-year time horizon, as well as to meet its near-term and annual operating needs, the fund will employ a strategy that emphasizes a balance of cash, conservative investments (e.g., fixed income, such as a managed bond portfolio) and equities (e.g., dividend and growth equities) – with emphasis on liquidity.

The target return for fixed income is 4-6% and the target return for equities is 6-8% (collectively, the “target rate of return for the fund”), for actively managed assets under investment (i.e., excluding working capital in the bank, currently Pacific Continental Bank). On a quarter-to-quarter basis, the actual returns are expected to fluctuate and, on average, could be expected to exceed the benchmark approximately 50% of the time.

Understanding that a long-term positive correlation exists between performance volatility (risk) and expected returns in the securities markets, the following short-term objective has been established: the portfolio should be in invested in a portfolio designed to minimize the likelihood of low negative total returns, defined as a one-year return worse than -15.0%.

Performance Expectations

The target rate of return for the fund has been based upon the assumption that future real returns will approximate forward-looking capital market assumptions provided by the investment manager(s) for each asset class in the fund. The board understands that variations to these capital market assumptions are expected and specific asset classes may be more susceptible due to increased vulnerability to any single economic, political or regulatory development.

The board realizes that market performance varies and the target rate of return for the fund may not be meaningful during some periods. Over a complete business cycle (generally, three to five years) net of fees, the fund's overall annualized total return, after deducting for advisory, money management and custodial fees, as well as total transaction costs, should perform above a customized index comprised of market indices weighted by the strategic asset allocation of the fund.

ASSET CLASS GUIDELINES

Equities

The equity asset class should be maintained at risk levels appropriate for the risk/return expectations, with the objective of exceeding a nationally recognized index measuring the performance of the designated sector over a full market cycle (generally three to five years) net of fees. Investment vehicles may include mutual funds (with a strong preference for no loads) and exchange traded funds (ETF's). The equity asset class, which is managed actively, should focus on dividend and growth.

Fixed Income

Investments in fixed income securities will be managed *actively* to pursue opportunities presented by changes in interest rates, credit ratings, and maturity premiums. Investment vehicles may include mutual funds and ETF's. The following definitions shall apply for the purposes of this policy:

U.S. Government/Corporate Bonds	Fixed income securities denominated in U.S. dollars issued by the U.S. Government, U.S. Government Agencies or U.S. corporations.
High Yield Corporate Bonds	Bonds issued by U.S. corporations in which the majority of the bonds are rated below BBB/Baa
International Bonds	Fixed income securities denominated in currencies other than U.S. dollars. Issuers may be both governments and corporations
Municipal Bonds:	Bonds issued by local governmental subdivisions such as cities, towns or counties.

Cash and Cash Equivalents

Cash reserves shall be invested in short-term (i.e., less than one year) fixed income instruments. Appropriate instruments include direct and general obligations of the U.S. Government and U.S. Government agencies, interest-bearing demand or time deposits, certificates of deposit, money market portfolios of FDIC member agencies, commercial paper, and repurchase agreements.

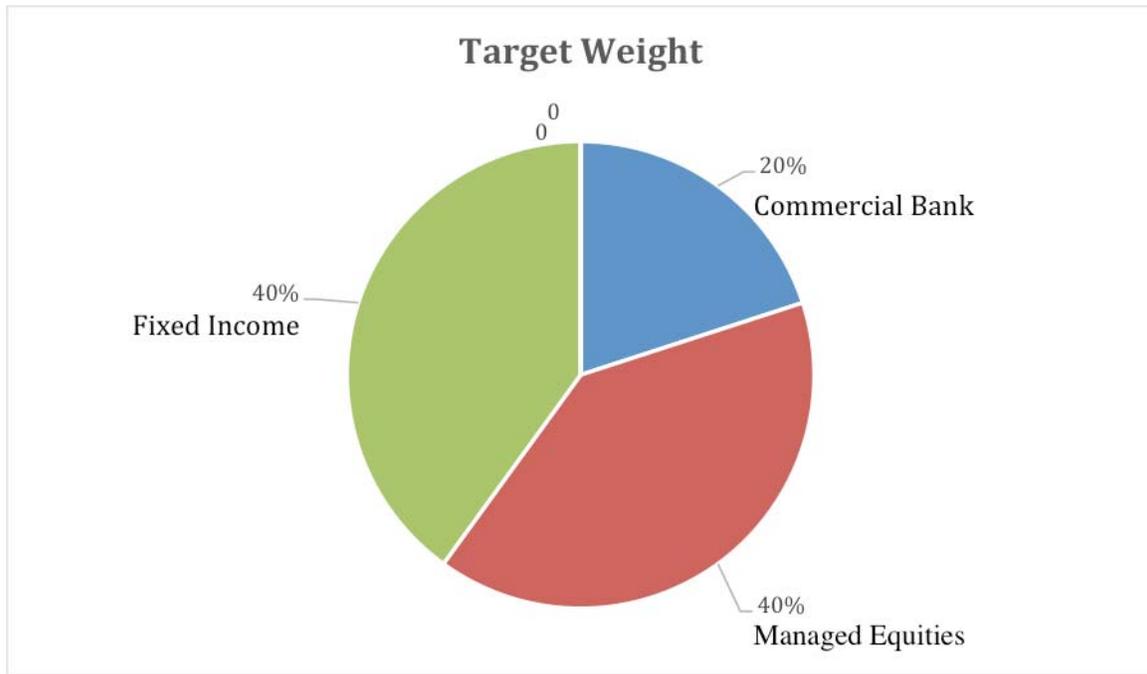
Stock Exchanges

To ensure marketability and liquidity, investment manager(s) will purchase equities listed on the following exchanges: New York Stock Exchange and NASDAQ over-the-counter market. In the event that investment manager(s) determine(s) that there is a benefit or a need to purchase securities listed on exchanges other than those listed in this statement, written approval is required from both the ED and a majority of the board.

INVESTMENT GUIDELINES

The ED, with concurrence of the board, will ensure that investment management of the assets of the Fund shall be in accordance with the following asset allocation guidelines, noting local bank for working capital (the "bank") and investment manager(s) / brokerage firms ("managers"):

Asset Class	Representative Index	Minimum Weight	Maximum Weight	Targeted Weight
Bank (e.g., Pacific Continental Bank)	n/a	15%	25%	20%
Managed Equity	S&P 500	35%	50%	40%
Managed Fixed Income	Barclay's Aggregate	35%	50%	40%



Rebalancing

The ED, the board and the investment manager(s) are expected to continually monitor the portfolio mix. Neither the upper nor the lower limits of the asset allocations are intended to require portfolio activity for the sole purpose of complying with the guidelines; however, deviation from these guidelines will be treated as discussion topics at the *quarterly meetings* or special meetings, if necessary, of the Finance Committee and the investment manager(s) with rebalancing considered at least annually and with a majority vote of the board. It is recommended that the target allocation be maintained so that the Fund will be able to achieve its long-term goals.

INVESTMENT MANAGER(S) SELECTION

The board’s selection of investment manager(s) must be based on prudent due diligence procedures. A qualifying investment manager must be a registered investment advisor under the Investment Advisers Act of 1940, or a bank or insurance company. The board requires that each investment manager provide, in writing, acknowledgment of fiduciary responsibility to the fund.

Investment Manager Performance Review and Evaluation

Performance reports generated by the treasurer, and the ED, shall be compiled at least quarterly, in conjunction with the investment manager(s), and communicated to the board for review. The investment performance of the total portfolio, as well as asset class components, will be measured against commonly accepted performance benchmarks and relevant indices. Consideration shall be given to the extent to which the investment results are consistent with the investment objectives, goals, and guidelines as set forth in this Investment Policy Statement (IPS). The board intends to evaluate the portfolio(s) over at least a three-year period, but reserves the right to terminate an investment manager or bank for any reason.

Investment manager(s) shall be reviewed regularly regarding performance, personnel, strategy, research capabilities, organizational and business matters, and other qualitative factors that may impact their ability to achieve the desired investment results. An investment manager may be placed on *watch*, as deemed by the board, the treasurer and/or the ED and a thorough review and analysis of the investment manager(s) will be conducted.

The board has determined it is in the best interest of the fund that performance objectives be established for each investment manager. Investment manager performance will be evaluated in terms appropriate for each investment manager. Investment manager(s’) performance will be evaluated in terms of an appropriate market index and the relevant peer group.

The decision to retain or terminate an investment manager shall be determined by the ED, the treasurer and the chair – with a majority vote of concurrence by the board.

Measuring Costs

The ED will review and discuss with the Finance Committee, at least annually, all costs associated with the management of the fund's investment program.

RESTRICTIONS ON DONATED SECURITIES

The ATA may accept donations and bequests in the form of securities. Non-restricted securities may be added to the regular portfolio or liquidated. Securities which are donated with restrictions (such as "restricted for research") will be segregated into a separate, traceable fund, which will either be held, or liquidated and the proceeds applied to the restricted purpose. It is the policy of ATA, unless explicit instructions are provided by the donor to the contrary, that interest and dividends earned from restricted funds are considered unrestricted, and should be transferred from the separated restricted fund to the unrestricted portfolio. Capital appreciation, however, maintains its character as restricted. As an example, if restricted securities are sold at a profit, and those profits are reinvested into new securities, then the new securities remain in the separate fund as restricted securities.

PRUDENT INVESTOR RULE

The ATA affirms its standard for investment decisions is founded on the "Prudent Investor Rule" of Oregon statute 130.755, which states:

1. A trustee shall invest and manage trust assets as a prudent investor would, by considering the purposes, terms, distribution requirements and other circumstances of the trust. In satisfying this standard, the trustee shall exercise reasonable care, skill and caution.
2. A trustee's investment and management decisions respecting individual assets are not evaluated in isolation, but in the context of the trust portfolio as a whole and as a part of the overall investment strategy having risk and return objectives reasonably suited to the trust.
3. A trustee shall consider all relevant circumstances in investing and managing trust assets, including any of the following that are relevant to the trust or the beneficiaries of the trust:
 - a. General economic conditions;
 - b. The possible effect of inflation or deflation;
 - c. The expected tax consequences of investment decisions or strategies;
 - d. The role that each investment or course of action plays within an overall trust portfolio, which may include financial assets, interests in closely held enterprises, tangible and intangible personal property, and real property;
 - e. The expected total return from income and the appreciation of capital;
 - f. Other resources of the beneficiaries;
 - g. Needs for liquidity, regularity of income and preservation or appreciation of capital; and
 - h. An asset's special relationship or special value, if any, to the purposes of the trust or to one or more of the beneficiaries.
4. A trustee shall make a reasonable effort to verify facts relevant to the investment and management of trust assets.
5. A trustee may invest in any kind of property or type of investment consistent with the standards of ORS130.750 (Trustee's duty to comply with prudent investor rule) to 130.775 (Trust language authorizing investments permitted under prudent investor rule).
6. A trustee who has special skills or expertise, or is named trustee in reliance upon the trustee's representation that the trustee has special skills or expertise, has a duty to use those special skills or expertise in investing and managing trust assets.

INVESTMENT POLICY REVIEW

The board will review this IPS at least annually to determine whether stated investment objectives are still relevant and the continued feasibility of achieving the same. It is not expected that the IPS will change frequently. Specifically, short-term changes in the financial markets should not require adjustments to the IPS.

This statement of investment policy is adopted by the board, whose signatures are represented below by the chair, vice-chair, treasurer and ED.

_____	Board Chair	Dated: _____
_____	Board Vice-Chair	Dated: _____
_____	Board Treasurer	Dated: _____
_____	Executive Director / COO	Dated: _____

II-C FINDER’S FEE

Neither the corporation nor any of its officers, board members, or staff members are authorized to receive or pay, or agree to pay, any commission or finder’s fee in connection with any proposed donation to the corporation.

II-D TRAVEL ON ATA BUSINESS

Board members and staff who are traveling on official ATA business shall be reimbursed at the following levels for reasonable expenses:

1. 100% of coach class air/bus/train fare that is directly connected to ATA business travel.
 - Example 1: If the board or staff member is flying to attend a conference as an official representative of ATA (with prior approval of the board chair or ED), the airfare will be reimbursed at 100%.
 - Example 2: If the board or staff member is flying to attend a conference as an official representative of ATA (with prior approval of the board chair or ED), and then flying to another location for another purpose, only the portion of the airfare connected with official representation of ATA shall be reimbursed. The reimbursable portion of the fare will be calculated based upon comparable fares for roundtrip travel from origination to the site of ATA official business.

2. 100% of private/rental vehicle (including taxi, Uber, or other rideshare) mileage that is directly related to ATA business travel as well as parking garage expenses.
 - Private vehicle mileage will be reimbursed at the current IRS mileage rate. Violation expenses (e.g. traffic fines, parking tickets) will not be reimbursed.
 - Taxi, Uber, or other rideshare expense will include reimbursement for reasonable tips.
 - Rental vehicle expense requires the board chair or ED’s prior approval. Reimbursement will include the cost of renting the vehicle as well as appropriate fuel charges by receipt. Violation expenses (e.g. traffic fines, parking tickets) will not be reimbursed.
 - Collision and liability insurance on rental vehicle is permitted.

3. 100% of lodging and lodging taxes that are directly related to ATA business travel.
 - If a board member chooses for personal reasons to stay at a different hotel than has been reserved by ATA staff, and all of the reserved rooms are occupied (ATA must pay for all reserved rooms), the board member will be reimbursed up to the cost of a reserved room. If there is an unoccupied reserved room, the board member will not be reimbursed by ATA without prior approval of the ED or the chair.

4. Food (including tips) will be reimbursed for board members and staff at a reasonable amount.

5. Incidental expenses that occur after the travel has been completed (e.g., book or CD purchase) will only be reimbursed with the board chair or ED’s written approval and requires providing ATA with possession of the item(s).

7. Other travel expenses will be reimbursed on a case-by-case basis. However, the chair or ED’s written approval is required before reimbursement will occur.

8. Travel insurance is your own responsibility. Prior approval of the chair or ED must be required for travel cancellation insurance. However, directors are insured for certain activities under our general liability insurance with respect to their duties as directors. That policy insures up to \$1,000,000 for liability and medical expenses, \$10,000 per person, with limitations.

9. Receipts and substantiation are required for all expenses \$25 and over. All information requested on the reimbursement form must be completed and be legible.

II-E REIMBURSEMENT OR DONATION

Board members and staff must submit their requests for reimbursement or donation of expenses to the designated recipient WITHIN 30 DAYS from the last day of activity.

A reimbursement / donation form will be supplied in each board packet when an in-person meeting is held. Other times, a board member or staff may request an expense reimbursement / donation form from the ATA office.

III. OPERATIONAL POLICIES

III-A EVALUATING ORGANIZATIONAL EFFECTIVENESS

The board shall annually assess the performance and effectiveness of the ATA in achieving its goals and objectives to further the mission of the organization and shall determine future actions.

III-B PERFORMANCE APPRAISAL OF THE STAFF

Performance appraisal is an annual process of formally and informally providing feedback about an individual's job performance. The person being evaluated may be a paid employee or a volunteer.

The ED assures proper and timely appraisal for all organization employees, and is responsible for an effective process that retains and supports the best employees, and provides appropriate intervention for those requiring improvement.

The appraisal process begins with the job description. Each year employees must review the job descriptions and confirm that it accurately reflects their duties, or suggest revisions. The supervisor and employee must be clear about the responsibilities, scope of authority and limitations, and standards and expectations of each job.

The process must be clearly explained to all, is transparent, confidential, and is executed in a timely manner. In addition to written materials, dialogue between supervisor and employee is critical.

Self-appraisal is an important component of the process. Each employee must complete a self- evaluation, which reflects the job description and provides the employee's input on positive contributions, and or needed improvement. This is the same tool used by the supervisor. The supervisor considers the employee's self-evaluation during the performance review. At the conclusion of the process, the forms are filed in the employee's personnel file. The previous year's results are used for the new-year's evaluation.

The formal performance appraisal is conducted during the same timeframe for all employees. The appraisal results form the basis for merit increases. Merit increases are determined during the budgeting process and instituted at the beginning of the fiscal year. See sample evaluation forms in the Appendix. Other forms may be used.

III-C ELECTRONIC COMMUNICATIONS

The ATA will adhere to its print communication standards of providing timely and scientifically backed information across all electronic communication mediums as much as possible within the scope of its staff's ability. ATA shall not favor a particular treatment, pharmacological product, or cure through its printed communications or electronic media or platforms, nor will it engage in defensive comments or posts in retaliation for any user's opinion. Information published or posted to electronic sources should be consistent with other ATA publications and communications and should be used solely to promote the organization in a positive light and further its purpose.

All communications on the ATA website, other websites, or social media must be approved by the ED or the board. Use of the name "American Tinnitus Association" or "ATA" must receive approval prior to posting. No director, board

member, or staff shall post or publish the ATA name or information representing the organization without express approval from the ED or board. These posts or publications must be consistent with ATA policy.

III-D AGREEMENT FOR ADVERTISEMENTS PUBLISHED OR POSTED IN *TINNITUS TODAY* OR ATA ELECTRONIC COMMUNICATIONS

Advertisers in *Tinnitus Today* must agree as follows:

1. Prior to acceptance and publication, all advertisements are subject to review by and approval of ATA. ATA may in its sole discretion reject any advertisement.
2. Advertisements shall contain no misleading statements or information and must be free of false claims. As used by ATA, the term “misleading” includes both a general impression as well as specific statements. Prior to ATA’s acceptance of any advertisement and upon ATA’s request, advertisers must be able to substantiate and document in any and all claims made regarding the therapeutic effectiveness of the product, which the advertiser seeks to advertise. Advertisers must comply with the FTC’s Guides Concerning the use of Endorsements and Testimonials in Advertising.
3. Advertisers of any product for personal consumption (medications, vitamins, etc.) must supply a complete listing of ingredients as they appear on the product label.
4. All advertisements must be presented in a high-resolution print-ready (300 dpi or greater) format by the specified due date and must meet all mechanical requirements.
5. Each and every advertisement submitted by an advertiser shall be subject to the process described hereunder.
6. The word “ADVERTISEMENT” must appear on all advertisements along with a graphic symbol depicting no endorsement.
7. ATA reserves the right in its sole discretion to reject any advertisement at any time for any or no reason, even if the same advertisement had been previously accepted.
8. Advertisers, whose advertisements are accepted by ATA, agree to promptly respond to and correct any complaints from readers regarding their respective advertised products. Furthermore, each such advertiser shall maintain a continuous written record of any such complaints and the corrective action taken. In the event that an advertiser fails or refuses to respond to any such complaints, or if, in ATA’s sole discretion, any such advertiser has received an excessive number of complaints, ATA may terminate all such advertising.
9. All advertisements for any product sold through the mail or online must contain a full money-back guarantee of the advertiser or some other appropriate entity.
10. Advertiser agrees to and shall indemnify and hold ATA harmless from any and all losses, claims, demands, liabilities, damages, costs, and expenses including, but not limited to, attorney’s fees, which may result from the publication of any of an advertiser’s advertisements.
11. It is specifically understood and agreed that ATA’s acceptance of any advertisement for publication in *Tinnitus Today* does not in any way or manner imply or constitute ATA’s endorsement of any such advertised product or service. A statement to that effect will be included in the Table of Contents of *Tinnitus Today*, which shall read as follows: “ATA’s publication of any advertisement does not in any way or manner constitute or imply ATA’s approval or endorsement of any advertised product or service.”

III-E BUSINESS SPONSORSHIPS

Offers of business sponsorships will be presented to the board for approval, with a description of terms and conditions, prior to implementation.

III-F RESPONDING TO INCIDENTS REGARDING ADVERTISERS

For all incidents, complaints, and reports directly related to advertisers in any print or electronic ATA publication, ATA staff shall respond in accordance with the procedures outlined below. ATA reserves the right to terminate or discontinue publishing any print or digital advertisements for any reason at any time.

1. Staff receiving the call should document preliminary information on an “Advertiser Incident Report” (see Appendices in staff handbook and at the end of this manual) and email a copy to the ED.
2. Staff shall inform the person making the complaint to contact the advertiser directly to make the complaint or seek remedy.
3. Except in cases where the ED and staff determine that more action is necessary, staff shall take no more action.

III-G UNDERSTANDING AND EVALUATING ADVOCACY PROJECTS

ATA defines advocacy as an activity by an individual or group, which aims to influence decisions within political, economic, and social systems and institutions. Advocacy can include many activities that a person or organization undertakes including media campaigns, public speaking, preparation and distribution of educational materials, commissioning and publishing research, or the filing of an amicus brief. Lobbying (often by lobby groups) is a form of advocacy where a direct approach is made to agencies as well as legislators on an issue, which plays a significant role in modern politics.

ATA's 501 (c) 3 tax exemption expressly forbids "lobbying" activities such as active participation in the drafting of legislation or supporting candidates for or present occupants of an elective office.

ATA staff, board members, and committee members shall not on behalf of or in the name of ATA support candidates for political office, participate in the drafting of legislation, or engage in other partisan political efforts or activities on behalf of or in the name of ATA, which may threaten ATA's IRS exempt status. Nor shall they represent ATA in any material manner whether written or verbal without the approval of the ED or board.

Any advocacy-related activity, other than lobbying which is prohibited, undertaken on ATA's behalf by board members, committee members, and staff 1) must comply with the Internal Revenue Service Code, Treasury Regulations and Internal Revenue Service guidance related to permissible advocacy activities of exempt organizations, 2) must be in accordance with the governing documents of the ATA, 3) must further ATA's mission, and 4) must not negatively impact ATA's ability to secure foundation or other financial grants.

III-H RESEARCH GRANT EXTENSION

1. Requests for Extension are sent to the ED by the investigator.
 - If an ATA investigator requests an extension of the grant completion date for less than one year, staff will review the request within one week of receipt, and complete procedures 2-6.
 - If the request extends the completion date to one year or longer, it will be referred to the SAC chair. Staff will complete procedures 2-6.
 - If the SAC chair is the researcher requesting extension of the completion date for one year or longer, such request will be referred to the chair who, in consultation with the ED, will appoint a member of SAC (who is not involved in the grant) to review the request for extension of the grant completion date. After completing that review, staff will complete procedures 2-6 with the appointed SAC member.
2. A staff member sends the investigator a form requesting specific information including:
 - Progress report;
 - Report of budget spent and remaining budget;
 - Justification for extension;
 - Copy of current local Internal Review Board, (IRB) approval;
 - Justification of any proposed change in budget.
3. Extension request is forwarded to the SAC chair.
4. Determination on extension requests:
 - If request involves no changes, the SAC chair can grant a one-year extension.
 - If request includes change to original proposal, the SAC will discuss the request by telephone or email and vote within three (3) weeks. A discussion shall include a minimum of four (4) SAC members. All SAC members with a potential conflict of interest will be excluded from discussion and voting.

5. Recommendation from the SAC is submitted to the ED.
6. ATA staff sends extension determination notice to the investigator.

III-I ANIMAL RESEARCH

All applicants for ATA grants must agree to conform to the NIH rules with respect to animal research. A copy of the Guide for the Care and Use of Laboratory Animals may be found at http://www.nap.edu/catalog.php?record_id=5140#toc

1. Animals shall be used in biomedical research only when no other means of obtaining scientifically sound, valid, and useful results are available.
2. No more than the minimum number of appropriate animals required to obtain and validate results shall be used.
3. The acquisition, care, and use of animals must be in accordance with all applicable federal, state, and local laws and regulations.
4. Certifications must be received from research facilities prior to being approved for a research grant that the facility(ies), its researchers, and employees adhere to the Animal Welfare Act, National Research Council Guide for the Care and Use of Laboratory Animals, and any appropriate U.S. Department of Agriculture or National Institutes of Health regulations and standards.
5. In cases requiring the death of an animal, only the most appropriate and humane form of euthanasia shall be used consistent with the purpose of the research.

III-J HUMAN SUBJECTS ADVERTISING

The Scientific Advisory Committee believes that ATA should encourage research, but must also protect itself and, to the extent possible, potential human subjects. Therefore, ATA requires any organization or researcher who wishes to advertise for tinnitus research study volunteers to fill out an application. This application requires that:

1. All projects demonstrate approval from the related Institutional Review Board;
2. Each study is certified by NIH (or other federal or non-governmental agency);
3. A hold harmless statement is signed by the primary investigator as well as a designated representative of the institution's IRB.

Furthermore, ATA will craft a statement to accompany every announcement of such a study indicating that ATA has no responsibility for the research being conducted.

III-K ADHERENCE TO RESEARCH GRANT APPLICATION INSTRUCTIONS

1. Within a week of ATA's receipt of a grant proposal, that proposal will be reviewed by ATA's ED, or designee, to determine whether or not the format of the proposal meets the guidelines established by the SAC and approved by the board.
2. When non-substantive changes in a proposal would bring that proposal into compliance with the guidelines, the grant applicant will be so notified and will be given seven business days in which to make those non-substantive changes.
3. The determination of whether a needed change is substantive or non-substantive will be made in each case by a majority decision of a committee comprised of the ED, the chair of the Scientific Advisory Committee, and the chair of the board. This determination will be made prior to any notification being given to the grant applicant. The above protocol will apply at any time that the grant application is submitted during the application cycle up to and including the deadline date for that cycle.

III-L PRESENTATION OF SAC RESEARCH GRANT RECOMMENDATIONS TO THE BOARD OF DIRECTORS

Information about each research grant application submitted by the most recent ATA Research Grant Application deadline, shall be included in the board meeting packet, specifically:

1. Title of research project.
2. Name of investigator(s) and their institution.
3. Amount of funding requested.
4. Abstract written for the layperson of the project submitted.

The SAC chair, or the chair's designee, shall report recommendations resulting from the SAC's research grant application review meeting (or teleconference), specifically:

1. All approved projects whose average ratings are equal to or above 70% (on a scale of zero to 100%); Projects with average ratings equal to or above 70% will be presented in priority rank order;
2. Presentation of each project will include a review of the strengths and weaknesses as voiced during the SAC meeting; and
3. Recommendations from SAC concerning full or partial funding.

The SAC chair, or the chair's designee, shall respond to questions from board members present or participating via teleconference.

The board will proceed in making motions and voting on the SAC Recommendations. The board has the fiduciary responsibility, and is the sole entity with authority, to select projects to be awarded ATA research grant funding and determine the amount of each award.

In the event of a:

1. Conflict of interest,
2. Inability to attend the board meeting, or
3. Inability to present SAC's recommendations for any other reason, the SAC chair shall identify another member of SAC as designee to present the SAC report to the board completing steps 2 & 3. While a member of SAC with technical knowledge about research and research methodologies must be available during any grant application presentation to the board, the SAC chair may request that the chair or ED assist in presenting the SAC recommendations before the board.

Decisions of the board will be conveyed to the members of the SAC.

III-M RESEARCH TOPICS

While protecting against familiar research bias, it is believed that developing a list of promising tinnitus and hyperacusis research topics can encourage other scientists to conduct tinnitus/hyperacusis investigations and may have the intended impact of reaching out to atypical / nontraditional areas to encourage beneficial tinnitus/hyperacusis research (e.g., scientists studying chronic pain, sleep disorders, neuropsychology, etc.).

Research Grant Awards

There are four types of research grant awards:

- a) Discovery Grant Award. This grant mechanism solicits grant proposals with novel and potentially pioneer ideas, but no pilot data are necessary.
- b) Fundamental Grant Award: This grant mechanism focuses on conducting the fundamental research about the mechanisms underlying tinnitus/hyperacusis prevention, diagnosis, and treatment.

c) Translational Grant Award: This grant mechanism seeks applications that are geared up to translate scientific knowhow into applications at the pre-clinical stage. Upon completion, the results should be expected to go on to clinical trials.

d) Therapeutic Grant Award: This grant mechanism focuses on small-scale clinical experiments to treat tinnitus and/or hyperacusis through various therapies involving counseling and self-help using counseling and/or self-help by psychological or physiological practices.

Promising Tinnitus/Hyperacusis Research Topics

1. Pathophysiology

- a) Molecular Genetics of Tinnitus – Identify the genetic relationships in families with apparent hereditary hearing loss and tinnitus, and families revealing tinnitus without hearing loss.
- b) Neural Mechanisms of Tinnitus
 - (1) Investigate the plasticity of the nervous system to determine if the changes are associated with tinnitus.
 - (2) Identify neural mechanisms such as hyperactive responses that may result in tinnitus.
 - (3) Identify neuronal changes that can be correlated with tinnitus.
- c) Study neural processes related to sleep that are associated with tinnitus.

2. Explore and Identify Animal Behavioral Models of Tinnitus

- a) Show what is happening physiologically, electrophysiologically, and anatomically when tinnitus is present. What physiological differences can be identified when tinnitus is present vs. not experienced?

3. Drug Studies with Animals and Humans

- a) Conduct Randomized Clinical Trials with drugs hypothesized to benefit individuals with tinnitus. Studies should be scientifically rigorous and include placebo controls.

4. Use of Magnetic, Electrical, or Acoustic Stimulation to understand and/or treat tinnitus

- a) Investigate the peripheral and central processes that change when these stimulation techniques are presented.

5. Develop Objective Methods for Identifying Tinnitus and Methods for Classifying and Categorizing Tinnitus Patients

- a) Identify phenotype of tinnitus (i.e., categories of tinnitus).
- b) Hypothesize and test premises for objectively identifying presence of tinnitus.
- c) While there are many different causes of tinnitus, develop objective identifiers of one or many types of tinnitus along with a valid psychophysical model for each type.

6. Develop Valid and Reliable Tinnitus Scales

- a) Create a valid and reliable measurement tool that assesses the impact tinnitus has on an individual (tinnitus has minimal impact on some and more dramatic impact on others).
- b) Create a valid and reliable measurement for treatment efficacy / clinical effectiveness.

[See <https://www.ncbi.nlm.nih.gov/pubmed/22156949>]

7. Epidemiology

- a) Determine the health care economic impact of tinnitus in the U.S.

8. Treatment Strategies

- a) Develop and validate psychological treatment strategy(ies).
- b) Validate sound therapies as treatment strategy(ies).

9. Residual Inhibition

- a) Assessment and extension of residual inhibition.

10. Other, Phenomena Related to Tinnitus

- a) Explain relationship between tinnitus and hyperacusis.

III-N VENTURE PARTICIPATION

The corporation may participate in joint ventures, including but not limited to the following: Technology Transfer agreements in connection with research grants, direct sponsorship of research, and other investments in commercial enterprises such as biotechnology provided, however, that such ventures:

- (a) Are found not to conflict with the corporation's articles of incorporation, bylaws, Internal Revenue Service exempt organization filings, the corporation's other policies and procedures, and relevant State and Federal laws after consultation with the corporation's legal and tax counsel;
- (b) Must be approved by the board after full disclosure of all facts and circumstances regarding such venture.

III-O HEALTH PROFESSIONAL LISTING PROGRAM

UNDER DEVELOPMENT - CHANGES WILL BE PRESENTED
FOR APPROVAL AT A LATER DATE.

1. Composition of the Health Professional Listing

Health Professionals Backgrounds:

The Health Professional Listing will include, at the discretion of ATA staff, the names of physicians, audiologists, and other healthcare professionals who express an interest in being listed and who complete and submit an American Tinnitus Association Health Professional Listing Application. Listing of health professionals will be organized both regionally and within the following categories: Medical Doctors, Audiologists, Graduate Level Professionals (including psychologists, dentists), and Other Health Professionals (including hearing aid specialists, other allied healthcare professionals).

Health Professional Treatments and Services Offered:

Diagnostic Services

Audiological Evaluation/Diagnosis - ENT Evaluation/Diagnosis - Hearing Instrument Evaluation - Medical Evaluation/Diagnosis - Psychiatric Evaluation/Diagnosis - Psychological Evaluation/Diagnosis - Team Approach

Therapeutic Services

Acupuncture - Biofeedback - Cognitive Behavioral Therapy - Counseling - Electrostimulation - Hearing Aids - Hyperacusis Treatment - Hypnosis - Masking - Musculoskeletal Approaches - Nutritional Approaches - Pharmacological Approaches - Psychiatric Treatment - Sound Therapy - Surgical Approaches - Temporomandibular Joint Management

2. ATA Membership

Membership in the American Tinnitus Association is not required for healthcare professionals to be included on the Health Professional Listing. However, all professionals will be solicited for membership in the Professional Membership category and participation in ATA fundraising campaigns.

3. Continued Participation and Grievance Policy

The American Tinnitus Association retains the exclusive right to remove health professionals, with or without cause, from the Health Professional Listings. A completed annual update is required from each health professionals to maintain his/her listing. Reports from users may contribute to the removal of a health professional's name from the listing. For all incidents, complaints, and reports directly related to Health Professionals listed in any ATA Health Professional Lists, ATA staff shall respond in accordance with the following procedures:

1. Staff taking the call shall record preliminary information on a Health Professional Incident Report Staff Worksheet and inform the caller that the caller needs to personally complete the Health Professional Incident Report form.
2. Staff shall promptly send to the caller a blank Health Professional Incident Report form.
3. Except those extreme cases where the ED and staff determine that some immediate action is necessary, staff shall take no more action until the caller returns the completed Health Professional Incident Report form.

4. Staff shall investigate the incident by contacting the health professional and relaying to the health professional the facts contained in the Health Professional Incident Report form.
5. In appropriate cases, staff shall request the health professional to investigate the facts of the incident in question, explain how the particular incident was handled internally, and to resolve the matter within a reasonable amount of time. Depending on the nature of the incident, staff may then contact the caller to report the health professional's response.
6. A copy of the full report shall be placed in health professional's file.
7. For multiple reports or a single serious report about the same health professional, resolved or unresolved, the ED and staff may exercise ATA's right to remove the name of the health professional from all ATA lists, pursuant to ATA's contractual rights as set forth in the Health Professional Application.

**See reports in appendix: Health Professional Incident Report and
Health Professional Incident Report Staff Worksheet**

4. Companion Pieces

Individuals seeking listings of professionals in their area will receive a companion piece, "How to Use the ATA Health Professional Listing," that includes recommendations on questions to ask potential health professionals and other tips for securing quality healthcare. This same piece will be included on the ATA website, with hyperlinks from the Health Professional Website Listing.

5. Web Site Listing

Those health professionals expressing an interest in having their practice information listed on the American Tinnitus Association website will be included in a searchable database on the ATA Members Only section of the site.

III-P GIFT ACCEPTANCE

Acceptance of any contribution, gift, or grant is at the discretion of the American Tinnitus Association (ATA). ATA will not accept any gift unless it can be used or expended consistently with the purpose and mission of the organization.

ATA will refrain from providing donors with advice about the tax benefit or other treatment of gifts, and will encourage donors to seek guidance from their own professional advisors to assist them in the process of making their gift.

ATA will generally accept donations of cash or publicly traded securities. Gifts of in-kind services will be accepted at the discretion of the organization.

Certain other gifts, including but not limited to real property, personal property, in-kind gifts, liquid securities, and contributions whose sources are not transparent or whose use is restricted in some manner must be reviewed prior to acceptance due to the special obligations raised or liabilities they may pose for the ATA.

ATA will provide acknowledgments to donors meeting IRS substantiation requirements for property received by the charity as a gift. However, except for gifts of cash and publicly traded securities, no value shall be ascribed to any receipt or other form of substantiation of a gift received by ATA.

The ATA will respect the intent of a donor relating to gifts for restricted purposes, and will respect a donor's desire to remain anonymous. With respect to anonymous gifts, ATA will restrict information about the donor to only those staff members with a need to know as determined by the ED. ATA may modify restrictions on gifts to the extent allowed under applicable law based on specific circumstances, such as waste of assets.

ATA will not compensate any third party for directing a gift or a donor to the organization, whether through commissions, finders' fees, or other means.

III-Q DONOR'S BILL OF RIGHTS

To ensure that philanthropy merits the respect and trust of the general public, and that donors and prospective donors can have full confidence in supporting the American Tinnitus Association, ATA declares that all donors have these rights:

1. To be informed of ATA's mission, of the way the organization intends to use donated resources, and of its capacity to use donations effectively for their intended purposes.
2. To be informed of the identity of those serving on the board, and to expect the board to exercise prudent judgment in its stewardship responsibilities.
3. To have access to ATA's most recent financial audited statement up to five years.
4. To be assured their gifts will be used for the purposes for which they were given.
5. To receive appropriate acknowledgement and recognition.
6. To be assured that information about their donations is handled with respect and with confidentiality to the extent provided by law.
7. To expect that all relationships with individuals representing ATA will be professional in nature.
8. To be informed whether those seeking donations are volunteers, employees of the organization, or hired solicitors.
9. To feel free to ask questions when making a donation and to receive prompt, truthful, and forthright answers.

III-R REVIEWING COMMERCIAL TIE-INS THAT GENERATE REVENUE FOR ATA

1. The proposed service or item must either benefit ATA members/contributors and/or enhance the image of ATA.
2. Staff shall obtain, if possible, proposals from three (3) comparable, competitive plans for any such offering.
3. Staff shall obtain all contractual, financial, and solicitation information for each plan – including, but not limited to the “exit strategy” as to the procedure for the termination of any such plan by ATA.
4. Staff shall obtain/develop financial data on a realistic basis as to what dollar amount ATA can expect to receive annually. If the annual payments to ATA are not likely to be at least \$10,000, then no further action shall be taken.
5. In accordance with ATA's Conflict of Interest Policy, any board, staff, or committee member who has any interest in any such plan being considered by ATA must immediately declare any such conflict of interest to the ED. Thereafter, any involvement of any such individual with the proposed plan will be strictly governed by ATA's Conflict of Interest Policy.
6. Staff shall obtain the names of at least three (3) sponsoring organization (like ATA) from the program supplier so that staff can conduct a due diligence examination to determine the “satisfaction” level of each such organization and their members.
7. Staff shall conduct additional due diligence such as checking with the Federal Trade Commission, some local Bureaus of Consumer Fraud, or other appropriate agencies.
8. The staff recommendation will first go to ATA officers for their review and then to the board for its review and approval.
9. The ED shall review and evaluate the operation of each approved tie-in program at least annually. They shall then report the results of each such review and evaluation to ATA's officers along with recommendations as to whether any such tie-in program should be continued, revised or terminated.
10. The recommendations of the ED and Executive Committee shall then be reported to the board for its own review and consideration as to whether any such tie-in program should be continued, revised or terminated.
11. Once the officers of ATA and the board have reviewed several of these proposed service tie-ins –giving ATA some actual experience with the evaluation process - the board shall adjust or revise the criteria set forth herein as may be desirable in order to provide more specific guidelines to staff.
12. Obtain appropriate tax consultation.

IV. LEGAL RESPONSIBILITIES

IV-A CONFLICT OF INTEREST

American Tinnitus Association

Policy:

The ATA regularly enters into contracts and other financial arrangements with numerous third parties, including vendors, researchers, and healthcare providers. A guiding principle of the ATA is for all directors, officers, and committee members, in the performance of their duties, to adhere to the highest ethical standards and accept full accountability for their actions. In furtherance of that principle, the board of the ATA adopts this Conflict of Interest Policy.

Purpose:

The purpose of this Conflict of Interest Policy is to protect ATA's proprietary interests when the organization is contemplating entering into a transaction or arrangement that might benefit the private or competing interests of an ATA board member or an ATA committee member. This policy is intended to supplement but not replace any applicable state laws governing conflicts of interest applicable to the ATA, and any relevant provisions of the ATA's articles and bylaws.

Definitions

1. Interested Person - An interested person is any director, officer, or member of a committee with either board-delegated decision-making or strictly advisory powers or responsibilities, who personally (or whose family member) as a representative of an organization has a direct or indirect financial interest, as defined below.
2. Financial Interest - A person has a financial interest if the person or the person's family member has, directly or indirectly, through employment, business, or investment, an interest in any matter and to any extent that actually or potentially implicates or is reasonably likely to implicate the mission, finances, operations, condition, or proprietary interests or prospects of the ATA. The term "financial interest" is broadly construed to effectuate the purposes of this policy and to promote the highest ideals for ethical conduct on the part of ATA's officers, directors, and committee members. By way of illustration only (and not limitation), the following are examples of a financial interest.
 - a. An ownership or investment interest in any entity with which the ATA has a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes, either commercially or for financial support, or
 - b. A compensation arrangement with any entity or individual with which (or whom) the ATA has a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes, either commercially or for financial support; compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature, or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which (or whom) the ATA is negotiating or contemplating a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes, either commercially or for financial support, or
 - d. Service as a fiduciary or in any fiduciary capacity (whether or not compensated) to an individual or entity with which (or whom) the ATA is negotiating or contemplating a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes, either commercially or for financial support.
3. Conflict of Interest - An interested person has a conflict of interest if he or she has a financial interest, which:

- (a) Is actually or potentially in conflict with the interests of the ATA, or
 - (b) Could reasonably be expected to influence the responsibility or actions of the interested person to act solely in the best interests of the ATA.
4. Family Members - A family member, with respect to any individual, includes a spouse, child, parent, sibling, in-law, grandparent, grandchild, step-child, step-parent, step-sibling of that individual, or any other person who is a member of that individual's household.

Procedures

1. Duty to Disclose - In connection with any actual or possible conflicts of interest, an interested person must disclose the existence and nature of his or her financial interest to the directors and committee members (as the case may be) considering the proposed transaction, arrangement, or circumstance.
2. Determining Whether a Conflict of Interest Exists - After the chair or a committee chair discloses to the board the existence of a person's financial interest, the interested person, if present, shall leave the board meeting while the financial interest is discussed and voted upon. The remaining board members shall decide if a conflict of interest exists.
3. Addressing the Conflict of Interest
 - a. The chair of the board shall, if appropriate, appoint a disinterested person or a special committee to investigate alternatives to the proposed transaction or arrangement.
 - b. After receiving a report from the disinterested person or chair of the special committee, and after exercising due diligence, the board shall determine whether the ATA can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
 - c. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the board will determine whether the transaction or arrangement is in ATA's best interest and for its own benefit. The board will also determine whether the transaction is fair and reasonable to the ATA and make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.
 - d. Any determination called for by this Section 3 to be made by the board shall be made by 60% of the disinterested directors, regardless of whether a quorum exists; provided, however, that at least four directors make the determination.
4. Violations of the Conflicts of Interest Policy
 - a. If the board or committee has reasonable cause to believe that an officer, director, or committee member has failed to disclose actual or possible conflicts of interest, it shall inform the officer, director, or committee member of the basis for such belief and afford him or her an opportunity to explain the alleged failure to disclose.
 - b. If, after hearing the response of the allegedly offending officer, director, or committee member, and making such further investigation as may be warranted in the circumstances, and the board determines that such individual has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Records of Proceedings

The minutes of the board shall, at a minimum, contain:

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

Annual Statements

Each director, officer, or member of a board/chair-appointed committee must annually sign a statement affirming that he or she has: (See Appendix)

- a. Received a copy of this conflict of interest policy,
- b. Read and understood the policy,
- c. Agreed to comply with the policy, and
- d. Disclosed and has promptly updated as appropriate a detailed statement of all financial interests he or she has or may have, and has stated which of those financial interests may reasonably or foreseeably have a direct or indirect financial implication for the ATA. In disclosing the financial interest, the director, officer, or committee member shall, among other things, identify whether such interest is a business interest, financial interest, outside employment interest, or other interest, and whether it relates to the officer, director, or committee member directly, or whether it implicates his or her family member. In any of these cases, the disclosure must include such detail as will enable it to be thoughtfully and thoroughly evaluated with respect to its implications for the ATA. Such statements will be reviewed by ATA's officers in consultation with legal counsel to determine if further action is warranted.

IV-B DOCUMENT RETENTION

The purpose of this document retention policy is to establish standards for document integrity, retention, and destruction, and to promote the proper treatment of ATA records, including protection of documents from harm due to theft, fire, flooding, and other hazards.

This organization is committed to ensuring that records are retained and protected from harm as appropriate and as required by Oregon and Federal law, and that unlawful destruction of documents does not occur.

Supervision of Record Retention

The ED or his/her designee shall serve as the organization archivist. The organization archivist will manage records in accord with these guidelines as well as ensure compliance with all applicable laws. The organization archivist may establish guidelines for additional records.

The organization archivist shall develop a policy for retention of electronic records, including emails. The electronic retention policy shall determine what files need to be kept and shall include backup procedures, archiving of documents, and regular check-ups of the reliability of the system.

The organization archivist may adjust the duration of retention as needed by the organization, provided the term meets the minimum retention requirements of applicable laws.

No officer, employee, or volunteer of this organization shall knowingly remove or destroy a document with the intent to obstruct or influence the investigation or proper administration of any matter within the jurisdiction of any state or federal agency.

Any employee, officer, or volunteer found to have knowingly violated this policy and removed or destroyed records shall be subject to appropriate disciplinary action up to and including discharge or removal from office.

DOCUMENTATION RETENTION

Section 1. General Guidelines

Records that do not have either historical or fiduciary value should not be kept if they are no longer needed for the operation of the business or required by law. Unnecessary records without value should be eliminated from the files. The cost of maintaining records is an expense, which can grow unreasonably if good housekeeping is not performed. A mass of records also makes it more difficult to find pertinent records.

From time to time, ATA may establish retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that warrant special consideration are identified below. While minimum retention periods are established, the retention of the documents identified below and of documents not included in identified categories should be determined primarily by the application of the general guidelines affecting document retention, as well as the exception for litigation relevant documents and any other pertinent factors.

Section 2. Exception for Litigation Relevant Documents

The ATA expects all officers, directors, and employees to comply fully with any published records retention or destruction policies and schedules, provided that all officers, directors, and employees note the following general exception to any stated destruction schedule: If you believe, or the ATA informs you, that corporate records are relevant to litigation, or potential litigation (i.e., a dispute that could result in litigation), then you must preserve those records until it is determined that the records are no longer needed. That exception supersedes any previously or subsequently established destruction schedule for those records.

Section 3. Minimum Retention Periods for Specific Categories

(a) Organization Documents. Organization records include the organization's Articles of Incorporation Bylaws, IRS determination letter, and IRS Form 1023 (Application for Exemption) and attachments and related correspondence. Organization records should be retained permanently. IRS regulations require that the Form 1023 be available for public inspection upon request.

(b) Tax Records. Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of contributions made by donors, accounting procedures, and other documents concerning the organization's revenues. Tax records should be retained for at least seven years from the date of filing the applicable return.

(c) Employment Records/Personnel Records. State and federal statutes require the organization to keep certain recruitment, employment, and personnel information. The organization should also keep personnel files that reflect performance reviews and any complaints brought against the organization or individual employees under applicable state and federal statutes. The organization should also keep in the employee's personnel file all final memoranda and correspondence reflecting performance reviews and actions taken by or against personnel. Employment applications should be retained for three years. Retirement and pension records should be kept permanently. Other employment and personnel records should be retained for seven years.

(d) Board and Committee Materials. Meeting minutes should be retained in perpetuity in the organization's minute book. A clean copy of all other board and committee materials should be kept for no less than three years by the organization and then reviewed to assess any historical or fiduciary value.

(e) Press Releases/Public Filings. The organization should retain permanent copies of all press releases and publicly filed documents under the theory that the organization should have its own copy to test the accuracy of any document a member of the public can theoretically produce against the organization.

(f) Legal Files. Legal counsel should be consulted to determine the retention period of particular documents, but legal documents should generally be maintained for a period of ten years.

(g) Marketing and Sales Documents. The organization should keep final copies of marketing and sales documents for the same period of time it keeps other organization files, generally three years. An exception to the three-year policy may be sales invoices contracts, leases, licenses, and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

(h) Development/Intellectual Property and Trade Secrets. Development documents are often subject to intellectual property protection in their final form in which the owner:

- (i) Derives independent economic value from the secrecy of the information; and
- (ii) Has taken affirmative steps to keep the information confidential.

The organization shall keep all documents designated as containing trade secret information for at least the life of the trade secret.

(i) Contracts. Final, execution copies of all contracts entered into by the organization should be retained by the organization for at least three years beyond the life of the agreement, and longer in the case of publicly filed contracts.

(j) Correspondence. Unless correspondence falls under another category listed elsewhere in this policy, correspondence should generally be saved for two years.

(k) Banking and Accounting. Accounts payable ledgers and schedules should be kept for seven years. Bank reconciliations, bank statements, deposit slips, and checks (unless for important payments and purchases) should be kept for three years. Any inventories of products, materials, and supplies and any invoices should be kept for seven years.

(l) Insurance. Expired insurance policies, insurance records, accident reports, claims, etc. should be kept permanently.

(m) Audit Records. External audit reports should be kept permanently. Internal audit reports should be kept for three years.

Section 4. Electronic Mail. Email that needs to be saved should be either:

(a) Printed in hard copy and kept in the appropriate file; or

(b) Downloaded to a computer file and kept electronically on a flash drive as a separate file. The retention period depends upon the subject matter of the email, as covered elsewhere in this policy.

Section 5. Permanent retention

For permanent secure record retention the association shall store records on: 1) corporate cloud storage, 2) external hard drives in a secure off-site location, or 3) backup tape. Paper documents and tape should only be used as a backup to electronic storage. Which means, for vital documents, scanning and saving them digitally.

Destruction Schedule

Type of Document	Retention Requirement
	The number shown refers to years
Accident reports	7
Accounts payable and receivable ledgers and schedules	7
Audit reports	Permanent
Bank reconciliations	7
Bank statements	7
Bylaws	Permanent
Canceled checks	7
Capital stock and bond records	Permanent
Cash books - receipts and disbursement journals	Permanent
Checks (for important payments and purchases)	Permanent
Contracts, mortgages, notes and leases (expired)	7
Contracts still in effect	Permanent
Correspondence general	3
Correspondence - legal and important matters	Permanent
Correspondence with customers and vendors	2
Correspondence of unimportant nature	1
Deeds, mortgages, and bills of sale	Permanent
Depreciation schedules	Permanent
Duplicate deposit slips	7
Employment applications	3
Employment taxes (records and returns including withholding statements)	Permanent
Expense analyses/expense distribution schedules	7
Garnishments	7
General and private ledgers related to end-of-year balances	permanent
Invoices to customers and from vendors	7
Insurance policies expired	4
Insurance records, current accident reports, claims, policies, etc.	Permanent
Inventory summaries	7
Minute books of board meetings	Permanent
Notes receivable ledgers and related trial balances	7
Patents and related papers	Permanent
Payroll records and summaries	7
Personnel files of terminated employees	7
Petty Cash vouchers	3
Property ledgers including costs and end-of-year trial balances	Permanent
Purchase orders	7
Receiving sheets	1
Requisitions	1
Restricted donations and endowments	Permanent
Retirement and pension records	Permanent
Tax returns and worksheets	Permanent
Timesheets	7
Trademark registrations and copyrights	Permanent
Withholding tax statements	7
Year-end financial statements	Permanent

This is not a complete list. It is up to the archivist to determine the length a document should be kept if not on this list.

IV-C DISASTER PREPAREDNESS

It is the policy of ATA to maintain essential business services and operations during any incident or emergency situation while providing for the protection of life, health, and safety for employees. Essential business services include maintaining support and administrative services for essential functions.

DEFINITIONS

Incident : An occurrence, either caused by humans or a natural phenomenon, which requires or may require action by emergency service personnel to prevent or minimize loss of life or damage to property and/or the environment.

ATA Operations Plan: The plan that outlines responsibilities of ATA employees during an incident or emergency and provides guidelines for transition from normal to emergency operations. The plan is activated when a significant event threatens normal operations to allow ATA employees to respond to an incident or disruption of services while providing for the safety of our employees.

Individual Emergency Response Plan: A plan that describes how a specific individual will respond to emergencies that would suddenly and significantly impact the operations of the organization. Each individual plan should include specific procedures outlining how the individual will respond to, mitigate and recover from emergencies; the chain of command; communication protocol to ensure that accurate information is provided to employees on a timely basis; define roles and responsibilities of employees. Additionally, The ATA administration is expected to maintain a current call tree list including the names, position titles, contact numbers (e.g., home phone, pagers, and cell numbers), emergency contact names and phone numbers for each employee. Emergency Response Plans should be updated annually.

SUPERVISION OF DISASTER PEPAREDNESS

The ED or his/her designee shall serve as the supervisor of disaster preparedness.

RISK MANAGEMENT

Risk management is a key factor in planning for the successful ending to a problematic disaster.

Method

For the most part, these methods consist of the following elements, performed, more or less, in the following order.

1. identify, characterize threats
2. assess the vulnerability of critical assets to specific threats
3. determine the risk (i.e. the expected likelihood and consequences of specific types of disasters)
4. identify ways to reduce those risks
5. prioritize risk reduction measures based on a strategy

Principles of risk management

The International Organization for Standardization (ISO) identifies the following principles of risk management:

Risk management should:

- create value – resources expended to mitigate risk should be less than the consequence of inaction
- be an integral part of organizational processes
- be part of decision making process
- explicitly address uncertainty and assumptions
- be a systematic and structured process
- be based on the best available information
- be tailorable
- take human factors into account
- be transparent and inclusive
- be dynamic, iterative and responsive to change
- be capable of continual improvement and enhancement
- be continually or periodically re-assessed

PROCEDURE

MAINTAINING EMERGENCY PLANS

Emergency Plans contain information relative to a location specific emergency, such as fire or bomb scare, as well as contingency plans to maintain essential business services during an incident or emergency situation. Contingency plans identify employees, resources and supplies needed to maintain essential business services during varying types of emergencies. Emergency situations may arise from severe weather or natural disaster, mass casualty, fire, bomb threats, acts of terrorism, pandemic or other events. In this plan, the item of great importance is to determine a meeting place in the event of the evacuation of the building.

ACTIVATING THE EMERGENCY OPERATIONS PLAN

In the event of an emergency situation, all staff will be charged with assessing the situation and applying the appropriate ATA policies or modifying said policies as necessary to address the situation at hand.

ATA may use various methods of communication to alert employees that the organization has activated the Emergency Operations Plan (EOP). Employee notification may include phone calls or messaging via telephone or email systems, text messaging, announcements from media outlets such as broadcast television and radio.

MAINTAINING OPERATIONS

Each individual is responsible for determining his or hers most critical functionality and the appropriate business continuity during activation of the EOP. Expectations and responsibilities for employees during such plan activation must be communicated to them in advance. Upon receiving notification that the organization is operating under the EOP, each individual is expected to respond in accordance with the established emergency plan for that person.

The following modifications of the policy may be taken into consideration to maintain adequate staffing levels during EOP activation:

A. Work Assignments

In an emergent situation, it may become necessary to temporarily change an employee's job duties, work assignments, and the location in which the duties are performed. Management will use their discretion to determine what work each employee will perform during the period ¹.

B. Scheduling

Individuals will consult with management before modifying their schedule.

C. Alternative Work Arrangements

Alternative work arrangements may be created in order to maintain business operations during EOP activation. Individuals should contact management to determine as to whether flexible work schedules or telecommuting are appropriate. Management and individuals should have prior knowledge as to what duties can be performed off-site, a mechanism for tracking the work and productivity measures in place. Consideration of access to computers and ATA systems for each employee should be taken into account when making arrangements. All work must be reported in accordance with ATA procedures.

D. Continuity of Coverage

During a period in which EOP is activated, it is conceivable that the ED or chair may not be available. It is imperative that ATA response plans include designated persons to assume certain decision-making responsibilities in the absence of employees in leadership roles. These employees would have to be properly cross-trained to effectively assume the additional responsibilities of a leadership role.

REPORTING TO WORK

Attendance of employees is critical to ATA's ability to provide services and maintain operations. Therefore, each employee is responsible for having a Family Disaster Plan in place ahead of time in order to respond to the needs of the ATA. Each individual emergency response plan must include expectations for reporting to work when an EOP is activated. Employees may be required to report to work in their home or be reassigned to perform work in other areas based on the needs of the organization. Employees unable to report to work as scheduled will be required to utilize appropriate time off accruals.

A. Absenteeism/Tardiness.

Employees who do not report to work for their scheduled shift and who have not been approved for an alternative work arrangement will be considered absent. The ATA is required to track attendance during an emergency response event.

B. Call-in Procedure:

Employees who are unable to report to work as scheduled are responsible for notifying the ED or chair of the absence in accordance with the ATA call-in procedure. It is possible that traditional methods of communication may not be readily available due to interruption of services. ATA should consider and implement alternative methods (e.g. text messaging, email) for employees to provide notification of absences or tardiness.

SUSPENDING SERVICES

ATA may suspend services or close with approval from the ED or chair. If ATA chooses to operate with a "skeletal staff" or is approved to close, the following time reporting options are available:

A. Non-exempt employees

Employees may use their accrued time off to supplement any non-worked hours to complete their schedule, or;

B. Exempt employees

- Exempt employees affected by service closures will be handled in accordance with applicable law and regulations.
- Upon receiving notification that services previously closed have resumed services, employees are expected to be available to report to work as scheduled.

ADMINISTERING LEAVES OF ABSENCE

During EOP activation, ATA will administer leaves of absence in accordance with applicable laws and existing policies.

This policy is intended as a guideline to assist in the consistent application of ATA policies and programs for employees. The policy does not create a contract, implied or expressed, with ATA employees, who are employees at will; this status cannot be modified except by authorization of the board. ATA reserves the right to modify this policy in whole or in part, at any time, at the discretion of the board.

1. **Required Documents and Activities. (Emergency Action Handbook) (EAH) or equivalent.**
 - A. **Description:** The EAH provides steps for the protection of building occupants.
 - B. **Distribution:** Each employee shall receive a copy or be able to **quickly** access a centrally posted or available copy during an emergency.
 - C. **Review and Update:** Annual review and update by ED or designated individual or as information changes.
- b. **Review and Update:** Emergency employee contact lists should be updated frequently.
- c. **Emergency training**
 - A. **Description:** The ED shall ensure that all staff and staff with emergency roles receive required training.
 - i. All employees shall receive training on immediate response to an emergency.
 - ii. Employees with special emergency roles shall receive additional training. The contents of the Emergency Action Handbook may be used as a basis for training.
 - iii. Employees who are listed as key for carrying out the critical functions listed in the Emergency Management and Continuation Plan shall be informed of management's expectations and available resources during an emergency.
- d. **Evacuation Drill**
 - A. **Description:** The ATA office shall conduct one evacuation drill per year. This drill is required by the Office of the State Fire Marshal (SFM).
 - B. **Review and Recommendation:** The ED shall conduct a review of the drill, and share lessons learned with staff.
- e. **Earthquake drill**
 - A. **Description:** The office shall conduct **one earthquake drill** per year. This drill is required by Oregon Administrative Rule.
 - B. **Guidance:** It is recommended that the earthquake drill, not be an evacuation drill since evacuation should not be the automatic response to an earthquake.
 - C. **Review and Recommendation:** The ED shall conduct a review of the drill, and share lessons learned with staff.
- f. **First aid and exposure control kits**
 - A. **Requirement:** Worksites shall provide first aid and exposure control kits in close proximity to all employees. The kit, and any cabinet housing the kit, shall be clearly marked and easily accessible. The location(s) shall be communicated to all employees.
 - B. **Guidance:** Contents of the kit should be regularly checked.
- g. **Emergency phone numbers:**
911 (or "9-911") or alternative emergency numbers shall be posted conspicuously. This may be accomplished by posting the written plan or by placing emergency number stickers on phones.

INSURANCE

The ED will verify that contingencies and risk factors are covered by sufficient insurance. The chair shall appoint a committee to examine these areas along with the ED. Unconventional risk factors, such as computer hacking, should be discussed with ATA's insurance advisors.

RECORDS SECURITY

Emergency preparedness includes a policy protecting the records of ATA. This will require documented back-up procedures so that record destruction can be restored. It also includes a records retention program that is further described in Section IV-C of this manual.

COMMAND AND CONTROL - OPERATIONAL RESPONSIBILITIES

With our geographically dispersed board it is very unlikely that we would have a major natural disaster of a proportion to wipe out a significant part of the board. However, there is the potential for significant resignations of board members, a financial crisis, or staff resignations that might cripple the organization. With that in mind, a succession of leadership shall be established each year under the direction of the board chair during the month of July and distributed to all board members and staff. Other types of disruptions may occur away from the office (e.g., [a] disruption/disabling/loss of control of communications infrastructure, or [b] an airplane accident or terrorist attack that takes the life of a key employee or employees plans should made for many possible disaster scenarios.

IV-D WHISTLE-BLOWER PROTECTION

A. Application. This Whistle-blower Protection Policy applies to all of the organization's staff, whether full-time, part-time, or temporary employees, to all volunteers, to all who provide contract services, and to all officers and directors, each of whom shall be entitled to protection.

B. Reporting Credible Information. A protected person shall be encouraged to report information relating to illegal practices or violations of policies of the organization (a "violation") that such person in good faith has reasonable cause to believe is credible. Information shall be reported to the chair of the Audit Committee (the "Compliance Officer"), unless the report relates to the Compliance Officer, in which case the report shall be made to the board, or another appropriate committee of the board, which shall be responsible to provide an alternative procedure.

Anyone reporting a violation must act in good faith, and have reasonable grounds for believing that the information shared in the report indicates that a violation has occurred.

C. Investigating Information. The Compliance Officer shall promptly investigate each such report and prepare a written report to the board. In connection with such investigation, all persons entitled to protection shall provide the compliance officer with credible information. All actions of the compliance officer in receiving and investigating the report and additional information shall endeavor to protect the confidentiality of all persons entitled to protection.

D. Confidentiality. The Organization encourages anyone reporting a violation to identify himself or herself when making a report in order to facilitate the investigation of the violation. However, reports may be submitted anonymously by:

- 1) Filling out a "Whistle-blower Reporting Form" and depositing the form in a designated box, or
- 2) Filling out a "Whistle-blower Reporting Form" and mailing it to the Audit Committee chair or other designees.

Reports of violations or suspected violations will be kept confidential to the extent possible, with the understanding that confidentiality may not be maintained where identification is required by law or in order to enable the organization or law enforcement to conduct an adequate investigation.

E. Protection from Retaliation. No person entitled to protection shall be subjected to retaliation, intimidation, harassment, or other adverse action for reporting information in accordance with this policy. Any person entitled to protection who believes that he or she is the subject of any form of retaliation for such participation should immediately report the same as a violation of and in accordance with this policy.

Any individual within the organization who retaliates against another individual who has reported a violation in good faith or who, in good faith, has cooperated in the investigation of a violation is subject to discipline, including termination of employment or volunteer status.

F. Dissemination and Implementation of Policy. This policy shall be disseminated in writing to all affected constituencies. The organization shall adopt procedures for implementation of this policy, which may include:

- (1) Documenting reported violations;
- (2) Working with legal counsel to decide whether the reported violation requires review by the compliance officer or should be directed to another person or department;
- (3) Keeping the board and the audit committee or other applicable committee, informed of the progress of the investigation;
- (4) Interviewing employees;
- (5) Requesting and reviewing relevant documents, and/or requesting that an auditor or counsel investigate the complaint; and
- (6) Preparing a written record of the reported violation and its disposition, to be retained for a specified period of time.

The procedures for implementation of this policy shall include a process for communicating with a complainant about the status of the complaint, to the extent that the complainant's identity is disclosed, and to the extent consistent with any privacy or confidentiality limitations.

IV-E PRIVACY (Policy Under Legal Review)

The ATA requires that personal information be held in strict confidence. We use any information only for its intended business purpose or other internal business purpose. We do not sell, trade, or otherwise disclose personal information to other organizations or individuals. ATA takes reasonable measures to insure that the information of those who contact us is not compromised in any way. Our privacy promise extends online to our printed and electronic communications. If a person chooses to send email to ATA, we may retain the contents of the person's email message, our reply, and the person's email address as part of our ongoing customer service efforts. We reserve the right to contact those who have contacted ATA after they have contacted us and may send future email and/or surveys to the person about ATA. The person may notify us via email if he or she wishes to discontinue electronic communication. We keep the person's personal information as accurate, complete, and up to date as is required to fulfill the purpose(s) for which the person provided us with their personal information. Upon request in writing, we will remove the person's personal information from our databases, except where legislation or regulation requires our retention of it (for example, charitable giving history tied to income tax receipts). If the person contacts us with any questions about our privacy promise, we will promptly answer their concerns in writing or by phone.

The Health Insurance Portability and Accountability Act of 1996 (HIPAA) does not cover the actions or activities of the American Tinnitus Association.

IV-F HARASSMENT

Harassment

Harassment is verbal or physical conduct that demeans or shows hostility or aversion toward an individual because of his/her race, color, religion, gender, national origin, age, sexual orientation, genetic information, or disability, or that of his/her relatives, friends, or associates, and that: (1) has the purpose or effect of creating an intimidating, hostile, or offensive working environment; (2) has the purpose or effect of unreasonably interfering with an individual's work performance; or (3) otherwise adversely affects an individual's employment conditions or opportunities.

Harassing conduct includes, but is not limited to, the following: (1) epithets, slurs, negative stereotyping, demeaning comments or labels, or threatening, intimidating or hostile acts that relate to race, color, religion, gender, national origin, age, sexual orientation, genetic information or disability and (2) written or graphic material that demeans or shows hostility or aversion toward an individual or group because of race, color, religion, gender, national origin, age, sexual orientation, or disability and that is circulated or displayed on/in the employer's premises or other place of business.

Sexual Harassment

Sexual harassment is a form of gender (sex) discrimination. The Equal Employment Opportunity Commission has defined sexual harassment as follows:

“Unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature constitute sexual harassment when (1) submission to such conduct is made either explicitly or implicitly a term or condition of an individual's employment, (2) submission to or rejection of such conduct by an individual is used as the basis for employment decisions affecting such individual, or (3) such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive working environment.”

Prohibited sexual harassment may include, but is not limited to, sexual jokes, calendars, posters, cartoons, magazines; derogatory or physically descriptive comments about or towards another employee; sexually suggestive comments; inappropriate use of company communications including email and telephone, unwelcome touching or physical contact; punishment or favoritism on the basis of an employee's sex; sexual slurs; negative sexual stereotyping.

Association’s Position on Harassment

The ATA will not tolerate harassment by or toward any employee, director, officer, volunteer, donor, member, or vendor of the Association.

Reporting Complaints of Harassment

If any employee, director, officer, volunteer, donor, member, or vendor of the ATA believes he/she has been harassed, he/she is encouraged to report the harassment as soon as possible in writing, using the following reporting structure:

- Employees, volunteers, donors, members, and vendors report to the executive director. If the executive director is involved in the alleged harassment, report directly to the chair.
- Directors and officers report to the chair. If the chair is involved in the alleged harassment, report directly to the vice chair.

Reports of harassment or retaliation will be investigated fairly and in a timely manner. The executive director, chair, or vice chair will acknowledge complaints of harassment in writing within five (5) business days of the complaint being sent, and respond to complaints within ten (10) business days with an explanation of how the report will be investigated.

If, for any reason, the executive director, chair, or vice chair does not respond to a report in the appropriate time frame, submit a copy of the original report, in writing, to the following:

Original Report to:
 Executive Director
 Chair
 Vice Chair
 Secretary

Submit Copy to:
 Chair
 Vice Chair
 Secretary
 Treasurer

The ATA will attempt to maintain confidentiality, consistent with the ATA’s need to conduct an adequate investigation and to take prompt corrective action in response to any harassment or retaliation.

Any employee, director, officer, volunteer, donor, member, or vendor of the ATA found in violation of this policy will be subject to discipline up to and including discharge, and/or discontinuation of a contractual or working relationship.

ATA will take no action against anyone who in good faith reports harassment to the company or who participates in an investigation. Such retaliation will not be tolerated in the workplace.

This form must be signed yearly.

Signature

Date

Printed Name

IV-G PROTECTION OF CORPORATE SYMBOL (LOGO)

AMERICAN TINNITUS ASSOCIATION™ and the AMERICAN TINNITUS ASSOCIATION Logo™ are trademarks of the American Tinnitus Association in the United States. Unauthorized use strictly prohibited. Only the board, chair, and/or ED have authority to give written permission to others to use the ATA trademarks.

ATA's trademarks are not registered. Accordingly, ATA must never use the symbol ® next to its trademarks or otherwise indicate that its marks are registered. However, it is recommended that ATA use ™ symbol next to its marks.



V. APPENDIX



Board Nomination Form

Date:
Name of Nominee:
Mailing Address:

Nominated by:

Phone:
Present Job:

Email:
Employer:

We presently have an opening on the board. To nominate an individual, please return this form no later than [DATE] for this round of nominee selections. A ballot will be sent to board members on or about ___ to accept or reject the nominee. Those accepted by the ATA Board will take office on [DATE] for a three-year term.

BOARD MEMBER EXPECTATIONS & QUALIFICATIONS

The nominee will:

- A. Be able to attend four regular board meetings per year (two in person, and two by telephone or electronic means).
- B. Be able to contribute or fundraise a minimum of \$1,000 for ATA per fiscal year, and be a member of ATA by paying the yearly \$40 membership fee.
- C. Be willing to be on a board committee and be an interested and a contributing member of the ATA Board.
- D. Have no conflict of interest by membership in an organization or work that might be considered in competition or conflict with the mission of ATA.
- E. Support the articles of incorporation, bylaws, policies, and mission of ATA.
- F. Actively promote the organization and its mission.
- G. Support scientific research in the fields of tinnitus and hyperacusis.
- H. Support a collaborative process of deliberation, including keeping an open mind, excluding predetermined agendas, maintaining respect even if disagreeing, demonstrating a capacity to compromise when appropriate, and being able to support a consensus decision despite earlier differences.
- I. Show respect for and understanding of ATA staff, some of whom handle stressful encounters with tinnitus patients every day, and all of whom manage the day-to-day operations of an organization whose membership numbers in the thousands.
- J. Note: The Nomination Committee will strive for board balance, both by profession and by geography.

I believe the nominee fits these skills/criteria: (Check all that apply)

The nominee has: ___ Tinnitus ___ Hyperacusis ___ Both
 The nominee is involved in research in: ___ Tinnitus ___ Hyperacusis ___ Both
 The nominee provides clinical services: ___ Tinnitus ___ Hyperacusis ___ Both

The nominee has experience in the following:

- ___ Fundraising
- ___ Management – nonprofit
- ___ Management – for profit
- ___ Military
- ___ Advocacy
- ___ Membership development
- ___ Advertising
- ___ Financial Officer
- ___ Legal
- ___ Public relations / Communications

Please explain why you believe that the nominee would be a good addition to the board, and what his or her most important contribution would be?

Send completed nomination form to: _____ Thank you for your help with this important task.



Board Application Form

Date: _____ Nominated by: _____
 Name of Applicant: _____
 Mailing Address: _____
 Telephone Home: _____ Cell Phone: _____
 Work Phone: _____ Fax Number: _____
 Email: _____
 Present Job: _____ Employer: _____

You have been nominated by a present or past American Tinnitus Association Board member or staff member for a position on the ATA Board. Please return this form no later than _____ for this round of nominee selections. A vote will be taken via email during the week of _____. The candidate must receive a minimum of 8 votes to become a board member. Those accepted by the ATA Board will take office on _____ for a three-year term.

BOARD MEMBER EXPECTATIONS & QUALIFICATIONS

The nominee will:

- A. Be able to attend four regular board meetings per year (two in person, and two by telephone or electronic means).
- B. Be able to contribute or fundraise a minimum of \$1,000 for ATA per fiscal year, and be a member of ATA by paying the yearly \$40 membership fee.
- C. Be willing to be on a board committee and be an interested and a contributing member of the ATA Board.
- D. Have no conflict of interest by membership in an organization or work that might be considered in competition or conflict with the mission of ATA.
- E. Support the articles of incorporation, bylaws, policies, and mission of ATA.
- F. Actively promote the organization and its mission.
- G. Support scientific research in the fields of tinnitus and hyperacusis.
- H. Support a collaborative process of deliberation, including keeping an open mind, excluding predetermined agendas, maintaining respect even if disagreeing, demonstrating a capacity to compromise when appropriate, and being able to support a consensus decision despite earlier differences.
- I. Show respect for and understanding of ATA staff, some of whom handle stressful encounters with tinnitus patients every day, and all of whom manage the day-to-day operations of an organization whose membership numbers in the thousands.
- J. Note: The Nomination Committee will strive for board balance, both by profession and by geography.

I believe I fit these skills/criteria: (Check all that apply)

The nominee has: ___ Tinnitus ___ Hyperacusis ___ Both
 The nominee is involved in research in: ___ Tinnitus ___ Hyperacusis ___ Both
 The nominee provides clinical services: ___ Tinnitus ___ Hyperacusis ___ Both

The nominee has experience in the following:

- ___ Fundraising
- ___ Management – nonprofit
- ___ Management – for profit
- ___ Military
- ___ Advocacy
- ___ Membership development
- ___ Advertising
- ___ Financial Officer
- ___ Legal
- ___ Public relations / Communications

On an attached sheet, please provide the following information:

1. List your professional or business experience.
2. List all professional or non-profit organizations with interests in tinnitus, hyperacusis, and/or hearing that you belong to as a member or board member.
3. List any other profit or non-profit boards or organizations you belong to that may be pertinent to the board's evaluation of your potential role as a director.
4. Have you engaged in any healthcare advocacy involving tinnitus, hyperacusis, hearing, audiology, or related fields?
5. Why are you interested in joining the board of the ATA, and what do you think would be your most important contribution?
6. Please attach a résumé/vita.

When you have completed this form, return via email or mail no later than _____ to _____. If you have further questions, please contact [Name, telephone, email...] _____. Thank you.



SAC Chair Nomination Form

Date: _____ Nominated by: _____

Name of Nominee: _____

Mailing Address: _____

Telephone: _____ Email _____

Present Job: _____ Employer: _____

I have made contact with my nominee and he or she is willing to be nominated for the SAC chair position. Yes No

Qualifications: The person nominated must be able to convene and run a successful SAC meeting to determine grants to be funded by the ATA. The person must work with the ATA staff to prepare grant documentation and be able to convey the grant information to the ATA Board. The person must be able to attend four regular ATA board meetings per year (two in person, and two by telephone or electronic means). The person must be financially able to contribute or fund raise a minimum of \$1,000 to ATA per fiscal year and be a member of ATA (\$40 a year). The person must be willing to be a contributing member of the ATA Board.

I believe that the nominee would be a good SAC chair and member of the ATA Board because:

Return this form to the ATA Nomination and Election Committee chair via email no later than _____ Email address: _____

MOTION FORMATTING

Source (name)

Date:

What is the issue?

Background for motion:

Cost Analysis:

Who is responsible for implementation of this action?

Application to present policies, strategic planning or goals:

Action: I so move that...

The following is used by the secretary or recording secretary:

Disposition: **Passed** ____ **Failed** ____ **Sent to Committee** ____



Tinnitus Today Advertiser Incident Report Form

To be completed by the individual making the complaint

Date of incident(s): _____

Name of advertiser or product: _____

In which issue(s) of *Tinnitus Today* did the advertisement appear? _____

Name of person filing incident: _____

Address: _____

City, State, Zip: _____

Phone: _____ Email: _____

Describe in detail the nature of the incident(s) and the concerns raised about the advertiser's products or services provided. (Use an additional sheet if necessary for any of your responses):

Have you discussed the incident(s) and your concerns directly with the advertiser? ___Yes ___No

If yes, describe your discussions with the advertiser:

What assistance is sought from ATA?

Other comments and issues:

I acknowledge and agree by submission of this Advertiser Incident Report that ATA is authorized, in its sole discretion, to contact the advertiser or others, and make such inquiries, if any, as it may be appropriate.

Signature: _____ Date: _____

Mail, email, or fax this form to: American Tinnitus Association, PO Box 5, Portland OR 97207
Toll free: 1-800-634-8978 Phone: 503-248-9985 Fax: 503-248-0024 Email: tinnitus@ata.org



Health Professional Incident Report Form

Date(s) of incident(s): _____

Name of Health Professional: _____

Position: (i.e., M.D., audiologist, psychologist) _____

Name of Clinic: _____

Address of Clinic: _____

City,, State, Zip _____

Phone: _____ Email: _____

Name of Person Filing Report: _____

Address: _____

Phone: _____ Email: _____

Did you find the name of the health professional through information made available by ATA?

YES NO

Describe in detail the nature of the incident(s) and the concerns raised about the Health Professional's services.
(Use an additional sheet if necessary for any of your responses):

Add additional pages for the following questions:

Have you discussed the incident(s) and your concerns with the health professional? Yes No

If yes, describe your discussions with the health professional.

What assistance is sought from ATA?

Other comments and issues?

I acknowledge and agree by my submission of this Health Professional Incident Report that ATA is authorized, in its sole discretion, to contact the health professional or others, and make such inquiries, if any, as it may believe are appropriate.

Signature: _____ Print name: _____ Date: _____

Mail, email or fax this form to: American Tinnitus Association, PO Box 5, Portland OR 97207
Toll free: 1-800-634-8978 Phone: 503-248-9985 Fax: 503-248-0024 Email: tinnitus@ata.org



Health Professional Incident Report Form Staff Worksheet

Date:

Describe staff activity in response to receipt of Health Professional Incident Report:

Is any ATA follow-up required with the person making the report? Yes No

If yes, what kind of ATA follow-up, by whom, etc.:

Other pertinent information and/or comments:

Staff signature: _____ Date: _____

If this incident report is of sufficient magnitude, forward a copy of this report to the ED.

Skill		1.0	1.5	2.0	2.5	3.0	3.5	4.0	NK
16.	Effectively monitors expenditures.								
17.	Effectively presents budget information.								
18.	Manages the expenditures of the organization within the adopted budget for the fiscal year.								
19.	Regularly communicates with the board between board meetings, giving updates on ATA activities.								
20.	Demonstrates proactive management (e.g., not just reacting to critical moments).								
21.	The ED is goal-oriented, identifying specific objectives, obtaining buy-in by board and staff, and taking actions to meet those objectives.								
22.	Demonstrates ability to prioritize (i.e., in this time of limited staff/resources and has shown the capacity to sacrifice some goals to reach more important goals).								
SECTION RELATED TO BONUS PROGRAM									
23.	Has increased funding for the ATA and met or exceeded the board percentage goal (%___).								
24.	Has increased membership and met or exceeded the board percentage goal (%___).								
25.	Net increase in audience reach – met or exceeded the board percentage change (%___).								
26.	Has met or exceeded the goals set by the board re: participation in public affairs and public policy in ways to improve conditions for members while enhancing ATA’s reputation.								
27.	How would you rate the overall effectiveness of the ED in fulfilling the objectives of the board and fulfilling the mission of ATA?								

Feel free to make other comments on another sheet pertaining to any aspect of ATA structure or governance. Return this information via email, or mail to _____.

DEADLINE TO RETURN -

CONFLICT OF INTEREST Annual Disclosure Statement

Section A

To be completed and filed by each director, officer, or member of a board/chair-appointed committee and returned to the ATA's executive director for proper storage.

Name _____

Title or capacity _____

1. Do you or any family member¹ have a Financial Interest² in any matter that actually or potentially implicates or is reasonably likely to implicate the mission, finances, operations, condition, proprietary interests, or prospects of the ATA? [If "yes", please see the instructions below with respect to completing Section B]

_____ YES

_____ NO

2. Please sign below to certify (a) that you have received a copy of the ATA's Conflict of Interest Policy, (b) that you have read and understood the Conflict of Interest Policy, (c) that you agree fully to comply with the Conflict of Interest Policy, (d) that you have fully and to the best of your ability completed this disclosure form, (e) that, if you answered "yes" to question 1, you have submitted separate entries for each relevant financial interest in Section B below (using photocopies of Section B for this purpose), and (f) that you will promptly update your disclosure form if and as relevant circumstances change.

Signature _____ Date _____

Print name: _____

¹ A "Family Member," includes your spouse, or any of your children, parents, siblings, in-laws, grandparents, grandchildren, step-children, step-parents, step-siblings, or any other person who is a member of your household.

² You are considered to have a financial interest if you have, directly or indirectly, through your employment, business, investments or those of a family member, an interest in any matter and to any extent that actually or potentially implicates or is reasonably likely to implicate the mission, finances, operations, condition, proprietary interests, or prospects of the ATA. The term "financial interest" shall be broadly construed to effectuate the purposes hereof and to promote the highest ideals for ethical conduct on the part of ATA's officers, directors, and committee members. For purposes of this Conflict of Interest Policy, a financial interest shall exclude the ownership of 1% or less of the outstanding securities of any class issued by a corporation whose securities are publicly traded. By way of illustration only (and not limitation), the following are examples of a financial interest.

- a. An ownership or investment interest in any entity with which the ATA has a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes, or
- b. A compensation arrangement with any entity or individual with which (or whom) the ATA has a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes; compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which (or whom) the ATA is negotiating or contemplating a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes, or
- d. Service as a fiduciary or in any fiduciary capacity (whether or not compensated) to an individual or entity with which (or whom) the ATA is negotiating or contemplating a transaction or arrangement, or against which (or whom) the ATA actually or potentially competes.

Section B (To be completed only if you answered “yes” to Question 1, Section A)

Name of Entity _____

Activity or product of entity implicating current or prospective interests of the ATA. (Describe in detail the nature of the financial interest and the basis upon which it actually or potentially implicates – or is reasonably likely to implicate – the ATA, its mission, finances, operations, condition, or proprietary interests or prospects):

[Attach additional pages if necessary.]

Does this interest relate to your family member?

No _____

Yes _____ If yes, please identify the family member and his or her relationship to you:

Name: _____

Relationship: _____

Please include all other information, if any, regarding this financial interest or family relationship that is relevant to ATA’s consideration of this actual or potential conflict of interest.

[Attach additional pages if necessary]

Sign: _____

Date: _____

Print or type name: _____