

# **Atheists United**

## POLICIES AND PROCEDURES

*Approved: 8/23/23*

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# 1. Memberships and Dues

- a. Free Membership
  - i. Pluto -- Free
    - 1. Non-voting
    - 2. Not eligible to run for board of directors
    - 3. Not counted for purposes of quorum
- b. Supporting Membership Levels
  - i. Mercury -- \$2/month
  - ii. Venus -- \$5/month
  - iii. Earth -- \$10/month
  - iv. Luna -- \$25/month
  - v. Mars -- \$50/month
  - vi. Jupiter -- \$100/month
- c. Special Supporting Memberships
  - i. Volunteer Membership
    - 1. Free for 12-months
    - 2. Must complete over 10 hours of volunteering and be approved by the Executive Director or Board President
    - 3. A Volunteer Membership can be backdated up to 12 months with the approval of the Membership and Fundraising Committee
  - ii. Gifted Venus Membership
    - 1. Free for 12-months
    - 2. Must be gifted by someone with an Earth Membership or higher
- d. Supporting Membership Rights

- i. Eligibility to run for the board of directors
  - ii. Voting rights for board of directors elections
  - iii. Open invitation to attend board of directors meetings
- e. Supporting Membership Benefits
  - i. Membership benefits are decided by the Executive Director or a majority vote of the Board of Directors
- f. Legacy Memberships
  - i. All previously active supporting memberships set to expire after April 22, 2021 will be respected until their expiration date
- g. Lapsed Memberships
  - i. All members who have been active supporting members for more than six consecutive months will be given a 3-month grace period to renew their membership to still be considered an active supporting member
- h. Life Memberships purchased before April 22, 2021 will be respected as supporting memberships for life and only expire once you're deceased

## 2. Elections

- a. POSITIONS & QUALIFICATIONS
  - i. Director-at-large Candidate
    - 1. Must have an active supporting membership in good standing at time of election
    - 2. Must have been a supporting member of Atheists United for no less than three months leading up to the final day of the election
  - ii. Youth Representative
    - 1. Must have an active supporting membership in good standing at time of election
    - 2. Must have been a supporting member of Atheists United for no less than three months leading up to the final day of the election
    - 3. Must be under 35 years of age at time of election.
  - iii. Officer Candidates
    - 1. Must meet all Director-at-large candidate qualifications and also have been a supporting member of Atheists United for no less than six months leading up to the final day of the election
- b. NOMINATION

- i. Prior to the scheduled election, the Board of Directors shall act as a nomination committee or delegate three (3) or more members to act as a nomination committee
  - ii. The nomination committee shall recruit and present to the members a list of candidates from those members who have expressed a willingness to serve as Officers or Directors
  - iii. Nominations shall be presented to the members at or prior to the scheduled election meeting at which time nominations may also be made from the floor
- c. CAMPAIGNING
  - i. Candidate campaigns are encouraged to:
    - 1. Engage members interpersonally (calls, texts, letters, emails, etc.)
    - 2. Use their personal platforms to promote their candidacy (social media, personal email lists, etc.)
    - 3. Campaigns in good taste and in the spirit of healthy competition
  - ii. Candidate campaigns are not permitted to to:
    - 1. Spend funds on campaign materials
    - 2. Spend funds on advertising
    - 3. Use Atheists United resources of any kind, including but not limited to contact lists, office, equipment, supplies and funds.
    - 4. Coerce, threaten, bribe, or harass members
    - 5. Slander or tell falsehoods about other candidates or Atheists United
  - iii. Complaints
    - 1. Throughout the campaigning period, it is the right of any candidates or members to report a complaint to the Nominations Committee
    - 2. To file a complaint, candidates or members should email the Nominations Committee Chair or [info@atheistsunited.org](mailto:info@atheistsunited.org)
    - 3. Any violations of the campaign policies or procedures will be handled at the discretion of the Nominations Committee
- d. VOTERS
  - i. Only active supporting members are eligible to vote
  - ii. Each eligible voter may only vote once
- e. VOTING PROCESS

- i. Members Meeting for the purpose of the election shall be sent to every member and posted to the website at least ten days before the date of meeting
  - ii. Members meeting notices shall state the meeting location (virtual and/or in-person), date, time and open seat details
  - iii. Voting procedures shall be determined and facilitated by the Nominations Committee
- f. ELECTION.
  - i. The election of Officers and Directors of Atheists United shall be scheduled by the Board for a meeting no later than the end of October each year.
  - ii. The date, time and place shall be determined by the Board and announced to the members no less than ten days prior to the meeting, pursuant to Article III Section 2 of our Bylaws.
  - iii. This meeting may be in conjunction with any other meeting, but the business of the election shall be separate from the other meeting and non-members shall be excluded from voting.
- g. POST-ELECTION
  - i. Election results shall be posted to Atheists United's website within 30 days of the close of the election

### **3. Board of Directors**

- a. Number of Directors
  - i. The Board, including both officers and directors, shall have no more than 15 members
- b. Terms
  - i. Directors-at-large serve 2-year terms starting January 1st of the year immediately following their election
  - ii. Officers serve two-year terms starting January 1st of the year immediately following their election, which shall be staggered with the president and secretary elected in odd-numbered years and the vice president and treasurer in even-numbered years
  - iii. Appointed directors serve the remaining term of the seat they were appointed to
- c. Officers
  - i. The board maintains the following officer positions:
    - 1. President

2. Vice-President
3. Secretary
4. Treasurer

d. Board Elections

i. Director-at-large Candidate Qualifications

1. Must have an active supporting membership in good standing at time of election.
2. Must have been a supporting member of Atheists United for no less than three months leading up to the final day of the election.

ii. Youth Representative

1. Must have an active supporting membership in good standing at time of election.
2. Must have been a supporting member of Atheists United for no less than three months leading up to the final day of the election.
3. Must be under 35 years of age at time of election.

iii. Officer Candidate Qualifications

1. Must meet all Director-at-large candidate qualifications and also have been a supporting member of Atheists United for no less than six months leading up to the final day of the election.

e. Attendance

- i. Board members are expected to attend all scheduled board meetings during their term. If a member misses two or more consecutive meetings in a term the President and/or a majority of the board have the power to remove them for cause.
- ii. A Board member experiencing extraordinary life events and who temporarily is unable to fulfill their time commitments may request a "leave of absence" for no-more than 6-months. This request must be made in writing and be approved by the President. A leave of absence does NOT remove a member's legal or fiduciary responsibilities and they will be removed from office by a vote of the board if they do not return.

f. Voting

- i. Each Board member shall have one vote on each matter presented to the Board of Directors for action.

- ii. The President shall not initiate or second motions but has full voting rights and may participate in discussions.
  - iii. All board members shall recuse themselves (leave room) from discussion and voting on any matter which may personally benefit them or would constitute a conflict of interest.
  - iv. California Corporations Code explicitly prohibits members of a nonprofit's board of directors from voting by proxy.
- g. Resignation
  - i. Any officer or director may resign at any time upon written notice to the President or full board.
- h. Agendas
  - i. Board meeting agendas are to be prepared by the President and shared with the board no less than 48 hours before a scheduled board meeting.
  - ii. A consent agenda for routine items may be prepared by the President after soliciting input from other Officers and Directors. The consent agenda can then be approved in a single motion by the Board, except for any specific item on the consent agenda that a Board member requests to be separated for further discussion.
- i. Meeting Conduct
  - i. Robert's Rules of Order, Newly Revised Edition 11, or a newer edition adopted by the board, shall be the parliamentary guide for conduct of a Board meeting.
- j. Minutes
  - i. Minutes shall be kept by the Secretary, the Vice President, or an appointee of the board. Minutes shall be made electronically accessible to all Board members within five days of a meeting and all corrections and additions must be submitted to the Secretary for consideration and approval at a future board meeting. Minutes are not to be shared publicly until finalized and approved by the board.
- k. Member Attendance
  - i. Any active supporting member of Atheists United, who is not on the Board, may attend a Board meeting but may not participate in the discussion without the explicit consent of the Board. A member may be excluded from attending meetings for cause by a majority vote of the board.
- l. Executive Session

- i. The Board shall meet in Executive Session when interviewing or evaluating prospective employees, disciplining or considering dismissal of an employee or volunteer, discussing possible legal action, considering complaints against a supporting member of the organization or of the Board which might lead to their expulsion.
- ii. These meetings are closed to all except Board members and any confidential consultants (including but not limited to attorneys and accountants) whom the board designates, with the following exceptions:
  - 1. Supporting Members or Board members facing threat of expulsion and/or their attorney
  - 2. A staff member or volunteer facing disciplinary action or termination and/or their attorney

## **4. Committees**

- a. Standing Board Committees
  - i. The board delegates responsibilities to the following standing committees:
    - 1. Finance
    - 2. Governance
    - 3. Program
    - 4. Fundraising & Membership
    - 5. Elections
  - ii. Board members must serve on at least two standing committees
  - iii. Standing Committees shall submit reports at all scheduled board meetings
- b. Task Forces & Volunteer Committees
  - i. Task Forces & Volunteer Committees can be created or disbanded at the discretion of the Executive Director, President, or a majority of the board at any time.

## **5. Member's Meetings**

- a. The Board of Director shall schedule no less than two Member's Meetings a year where the President and Executive Director must present updates to the membership and/or facilitate any official business (elections, bylaws voting, etc.)

- b. To vote on official business at a Member's Meeting a 10% membership quorum is required and all supporting members must have received notice of the meeting more than 10 days before the meeting starts.
- c. Only active supporting members are eligible to vote
- d. Each eligible voter may only vote once

## **6. Staff**

- a. Staff or consultants may be contracted by the Board of Directors. Contracted staff or consultants may be invited to attend Board meetings and become supporting members but are not eligible to be elected or appointed to the Board.
- b. Staff or consultants can not have voting rights at board meetings.
- c. All staff shall receive an automatic cost-of-living raise of 2% effective the first day of each year, beginning January 1, 2023. The Board retains the authority to adjust the salary of staff as it sees fit, such as by giving raises for merit or to increase the cost of living percentage due to unforeseen circumstances such as unusual levels of inflation.

## **7. Finances & Taxes**

- a. Reports
  - i. *Annual Statement of Position and Income and Expense* reports shall be prepared for the Board of Directors within 60 days of the close of the organization's fiscal year.
  - ii. Any current supporting members of Atheists United may request a copy of the most recent annual financial reports.
- b. Banking
  - i. The organization shall maintain the President, and the Treasurer or Secretary, as signatories on all bank accounts.
- c. Reimbursements
  - i. Requests for reimbursement must be submitted digitally or in writing within 90 days of purchase with proof of invoice/receipt.
  - ii. Reimbursements must be approved by the President, Executive Director, or the Finance Committee before a reimbursement check can be authorized.
- d. Investments

- i. Investments of the corporation shall be managed by the Board of Directors or their designee.
- e. Taxes
  - i. Form 990 and other applicable forms required for a non-profit 501(c)(3) organization shall be filed by the President, Treasurer, Executive Director, or a designee of the board each year with federal and state governments before applicable deadlines.

## 8. Chapters and Affiliates

- a. Chapters
  - i. Chapters are subsidiaries of Atheists United who work regionally to further AU's mission, vision and values. They coordinate with Atheists United on major programs and advocacy campaigns while prioritizing the needs of their local community. All chapters must comply with laws pertaining to a non-profit 501(c)(3) organization and provide categorized income and expense reports annually.
  - ii. Chapters must sign the [Chapter Affiliation Agreement](#) form and be approved by a majority vote of the board of directors to officially join Atheists United.
- b. Affiliates
  - i. Affiliates are independent local secular groups who support Atheists United's mission and goals. They commit to partnering with staff and volunteers in ways that mutually benefit the development of thriving atheist communities.
  - ii. All affiliates must sign an [Affiliate Agreement](#) annually and be approved by either the Executive Director or President to maintain affiliation.

## 9. Meetups

- a. Meetups are affinity-based subcommunities within Atheists United that use our resources and platforms to promote their events. Meetups must agree to Atheists United's [MEETUP STANDARDS OF AFFILIATION](#) annually to maintain benefits.

## 10. Brand and Identity

- a. Only those authorized to speak for Atheists United by the Board of Directors or the Board President may claim to represent the organization. Unauthorized use of Atheists United's name, logo, or identification in any form is not allowed under any circumstances and will be responded to with action up to and including lawsuit and/or referral for criminal charges.

## **11. Office**

- a. All facilities and office space rented or owned by the corporation shall be managed and maintained by the Executive Director.
- b. Updated records of all staff and volunteers who have keys/access to corporations facilities shall also be monitored here:
  - i. [Keys & Clickers Inventory](#)

## **12. Records Policy**

- a. The nonprofit shall maintain all records relating to corporate maintenance in a digital file management system accessible to all board members or in the corporation's principal executive office. These records include, but are not limited to:
  - i. Bylaws
  - ii. Policies and Procedures
  - iii. Board meeting minutes
  - iv. 990 reports
  - v. Financial statements and reports
  - vi. Executive Director annual reviews

## **13. Password Policy**

- a. All user, admin, and system-level passwords must be at least 8 characters in length. Longer passwords and passphrases are strongly encouraged. Where possible, password randomizers should be utilized to prevent the use of common and easily cracked passwords.
- b. Passwords should be completely unique, and not used for any other system, application, or personal account. Default installation passwords should be changed immediately after installation is complete.
- c. Admin and system-level passwords must be changed every 12 months. Previously used passwords may not be reused.

- d. Admin and system-level accounts should utilize two-factor authentication when available and update contact information annually.
- e. If a leadership transition takes place, passwords and full access to accounts must be shared with new leaders immediately. New passwords and two-factor authentications must be set up within 30 days.
- f. If you believe a password may have been compromised, please immediately report the incident to the Executive Director or Board President and work to change the password immediately.

## **14. Document Retention and Whistleblower Policy**

- a. Introduction
  - i. Atheists United requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the Atheists United, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.
- b. Reporting Responsibility
  - i. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns internally so that Atheists United can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees and volunteers to report concerns about violations of Atheists United's code of ethics or suspected violations of law or regulations that govern Atheists United's operations.
- c. No Retaliation
  - i. It is contrary to the values of Atheists United for anyone to retaliate against any board member, officer, employee or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of Atheists United. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.
- d. Reporting Procedure
  - i. Atheists United has an open door policy and suggests that employees share their questions, concerns, suggestions or complaints with their supervisor. If you are not comfortable speaking with your supervisor

or you are not satisfied with your supervisor's response, you are encouraged to speak with the President or Executive Director. Supervisors and managers are required to report complaints or concerns about suspected ethical and legal violations in writing to the Atheists United's President or Executive Director, who has the responsibility to investigate all reported complaints. Employees with concerns or complaints may also submit their concerns in writing directly to their supervisor or the Executive Director or the organization's President.

- e. Accounting and Auditing Matters
  - i. The Executive Director or President shall immediately notify the Finance Committee of any concerns or complaint regarding corporate accounting practices, internal controls or auditing and work with the committee until the matter is resolved.
- f. Acting in Good Faith
  - i. Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.
- g. Confidentiality
  - i. Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.
- h. Handling of Reported Violations
  - i. Atheists United's Executive Director or President will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

## **15. Confidentiality Policy**

- a. Definition of Confidential Information:
  - i. "Confidential Information" shall include all information or material that has or could have commercial value or other utility in the

business in which Atheists United is engaged, or sensitive personal information to which Atheists United has temporary or permanent access. This includes financial information; personal account information of staff, board members, and donors; passwords and other security features; any or all proprietary information; donor and volunteer lists/databases; event attendance lists, donor contact info, interaction records, etc.; and any other information which Atheists United, at their discretion, has verbally or in writing marked as Confidential.

b. Exclusions from Confidential Information:

- i. Staff and volunteer confidentiality obligations do not extend to information that is: (a) publicly known at the time of disclosure or subsequently becomes publicly known through no fault of the staff or volunteers; (b) discovered or created by the staff or volunteer before disclosure by Atheists United; (c) learned by the staff or volunteer through legitimate means other than from the Atheists United or its representatives; or (d) is disclosed by staff and volunteers with Atheists United's prior written approval.

c. Obligations of Staff and Volunteers:

- i. Staff and volunteers shall hold and maintain the Confidential Information in strictest confidence for the sole and exclusive benefit of Atheists United. Staff and volunteers shall carefully restrict access to Confidential Information to employees, contractors, and third parties as is reasonably required and shall require those persons to sign nondisclosure restrictions at least as protective as those in this policy. Staff and volunteers shall not, without prior written approval of Atheists United, use for staff, member's or volunteer's own benefit, publish, copy, or otherwise disclose to others, or permit the use by others for their benefit or to the detriment of Atheists United, any Confidential Information. Staff and volunteers shall return to Atheists United any and all records, notes, and other written, printed, or tangible materials in its possession pertaining to Confidential Information immediately if Atheists United requests it in writing.

d. Time Periods:

- i. The non disclosure provisions of this policy shall survive the termination of this policy and staff and volunteer's duty to hold Confidential Information in confidence shall remain in effect until the

Confidential Information no longer qualifies as a trade secret or until Atheists United sends said staff or volunteer written notice releasing Atheists United from this policy, whichever occurs first.

## **16. Conflict of Interest Policy**

- a. Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

## **17. Harassment Policy**

- a. Atheists United (AU) is committed to an environment in which all individuals are treated with respect and dignity. Each individual has the right to expect an atmosphere that promotes equal opportunities and prohibits discriminatory practices, including harassment. In order to keep this commitment, Atheists United maintains a strict policy of prohibiting unlawful harassment of any kind, including sexual harassment and harassment based on race, color, religion, national origin, sexual orientation, gender identity or expression, sex, age, physical or mental disability or any other characteristic protected by state, federal or local employment discrimination laws. Through enforcement of this policy and by education of employees and members, AU will seek to prevent, correct and discipline behavior that violates this policy. All employees, members, volunteers and guests are expected to conduct themselves in a professional manner and show the utmost respect for each other and all visitors.

“California law (called the Fair Employment and Housing Act or FEHA) prohibits discrimination, harassment and retaliation. The law also requires that employers “take reasonable steps to prevent and correct wrongful (harassing, discriminatory, retaliatory) behavior in the workplace (Cal. Govt. Code 12940(k).” The Department of Fair Employment and Housing (DFEH) is the state’s enforcement agency related to the obligations under the FEHA.

“California’s Fair Employment and Housing Council (FEHC) enacted regulations in 2016 to clarify this obligation to prevent and correct wrongful behavior.”- California Department of Fair Employment and Housing Workplace Harassment Prevention Guide for California Employers.

**Examples of harassment include, but are not limited to:**

- Verbal conduct such as epithets, derogatory jokes or comments, slurs or unwanted sexual advances, invitations or comments.
- Visual conduct such as derogatory and/or sexually-oriented posters, photography, pornography, cartoons, drawings, videos, e-mail and faxes or gestures.
- Physical conduct such as assault, unwanted touching, blocking normal movement or interfering with work directed at a person because of the person’s sex or other protected characteristic.
- Threats and demands to submit to sexual requests in order keep one’s position or avoid some other loss, and offers of employment benefits in return for sexual favors.
- Retaliation for having reported or threatened to report unlawful harassment.

Any employee or other person who believes they have been harassed by a co-worker, supervisor, or agent of Atheists United (AU) or by a nonemployee should promptly report the facts of the incident or incidents and the names of the individual(s) involved to the Executive Director or any member of The Board. Upon receipt of a complaint, AU will undertake a prompt, thorough, objective and good faith investigation of the harassment allegations.

If the organization determines that harassment has occurred, effective remedial action will be taken in accordance with the circumstances involved. Any employee determined by AU to be responsible for harassment will be subject to appropriate disciplinary action, up to and including termination. Any member determined by AU to be responsible for harassment will be subject to appropriate disciplinary action, up to and including termination of membership.

Employees and members will not be retaliated against for filing a complaint and/or assisting in a complaint or investigation process. Further, we will not tolerate or permit retaliation by supervisors or co-workers against any complainant or anyone assisting in a harassment investigation.

This policy applies to all AU settings and activities, AU's property, e.g. phones, office equipment, and computer applications must not be used to engage in conduct that violates this policy or for personal reasons.

This policy covers employees, directors, officers, contractors, vendors, volunteers, members, guests and other individuals who have a relationship with AU. These relationships enable AU to set certain expectations for conduct in places and activities relating to AU's work.

### **Harassment Response Procedures**

Upon receipt of a report of suspected harassment, the Anti-Harassment Committee (AHC) will be formed at the first available board meeting and will consist of three members, the President, a board member in good standing, and the Executive Director. If one or more of these members is either the accused or victim, that member will be replaced with a Board Member in good standing. The AHC will review AU's Harassment Report Form (HRF) (see attached) prepared by the accuser, or the appointed agent of the accuser should the accuser be unable to write the complaint.

AHC will assemble, review the HRF, and take the appropriate action, which may include investigations, questioning of the accused and witnesses, or an informal response. The AHC will take all reasonable steps to ensure the investigation and review will be completed and reported to the board within two months unless special or unusual circumstances exist. In all cases the complainant will be informed of the outcome.

All parties may enter their responses to the record.

If the committee determines that the allegations are true and the accused is to be removed from the organization, such actions should be voted upon by a quorum of board members at the next available board meeting.

## **Confidentiality**

All complaints and investigations are treated confidentially to the extent possible, and information is disclosed strictly on a need-to-know basis. The identity of the complainant is usually revealed to the parties involved during the investigation, and the AHC will take adequate steps to ensure that the complainant is protected from retaliation during and after the investigation. All information pertaining to a complaint or investigation under this policy will be maintained in secure files. If a complainant is concerned about safety or issues that fall outside of our organization, they will be encouraged to contact local law enforcement.

## **18. Childcare Policy**

- a. Children are welcome at most Atheists United events but childcare is not provided unless explicitly outlined and marketed by organizers. Parents and caretakers are fully responsible and liable for the actions of their children at Atheists United events unless otherwise noted. Children have the same rights and protections under the organization's harassment policy as adults. Any adult who physically abuses a child at an Atheists United event shall be immediately removed and reported to authorities.

## **19. Gift Acceptance Policy**

- a. Atheists United, a nonprofit organization headquartered in Los Angeles, CA encourages the solicitation and acceptance of gifts to Atheists United (hereinafter referred to as AU) for purposes that will help AU further and fulfill its mission. The following policies and guidelines govern acceptance of gifts made to AU or for the benefit of any of its endowment or any of its programs.

### **i. Purpose of Policies and Procedures**

The purpose of this document is to set forth the criteria that AU and its Membership & Fundraising Committee use to determine that a proposed gift is acceptable and to inform prospective donors and their advisors of the types of gifts AU accepts. While these guidelines establish best practices,

they are designed to provide flexibility as directed by the Membership & Fundraising committee.

## **ii. Use of Legal Counsel**

AU seeks the advice of outside legal counsel as appropriate on matters relating to acceptance of gifts. Review by legal counsel is usually sought in connection with:

- Closely held stock transfers that are subject to restrictions or buy-sell agreements
- Documents naming AU as Trustee
- Gifts involving contracts, such as bargain sales or other documents requiring AU to assume a legal obligation
- Gifts of patents and intellectual property
- Transactions with potential conflict of interest that may invoke IRS sanctions
- Other instances in which use of counsel is deemed appropriate by AU's Board of Directors or Membership & Fundraising Committee.

## **iii. Communications with Donors**

AU holds all communications with donors and information concerning donors and prospective donors in strict confidence, subject to legally authorized and enforceable requests for information by government agencies and courts. All other requests for or releases of information concerning a donor or a prospective donor will be granted only if permission is first obtained from the donor.

## **IV. Conflict of Interest**

AU does not provide personal legal, financial or other professional advice to donors or prospective donors. Donors and prospective donors are strongly urged to seek the assistance of their in own professional advisors in matters relating to their gifts and the resulting tax and estate planning consequences. AU endorses the [Model Standards of Practice of the Charitable Gift Planner](#) promulgated by the National Committee on Planned Giving and the [Donor Bill of Rights](#) promulgated by the Association of Fundraising Professionals.

## **V. Restrictions on Gifts**

Unrestricted gifts and gifts for specific programs and purposes may be accepted, provided they are consistent with AU's mission, purposes and priorities. AU will not accept gifts that are inconsistent with its mission, purposes or priorities or are judged too difficult to administer.

## **VI. The Membership & Fundraising Committee of AU**

The Membership & Fundraising Committee will review all non-marketable gifts to AU, and those gifts referred to it by the Executive Director or Director of Development. The Committee is also responsible for reviewing these Policies and Procedures at least annually or more often as needed to ensure that they remain consistent with applicable laws and the programs of AU.

## **VII. Types of Gifts**

- a. The following gifts may be considered for acceptance by AU:
  - i.** Cash
  - ii.** Tangible personal property, including in-kind gifts
  - iii.** Securities
  - iv.** Real estate
  - v.** Remainder interests in property
  - vi.** Oil, gas, and mineral interests
  - vii.** Bargain sales
  - viii.** Life insurance
  - ix.** Charitable gift annuities
  - x.** Charitable remainder trusts
  - xi.** Revocable trust agreements
  - xii.** Charitable lead trusts
  - xiii.** Retirement plan beneficiary designations
  - xiv.** Bequests
  - xv.** Life insurance beneficiary designations
  - xvi.** Intellectual property rights
  - xvii.** In-kind services
  
- b. The following criteria apply to the acceptance of gifts in these categories.

- Cash
  - Cash may be accepted in any negotiable form. Checks must be made payable to AU and should be delivered to 2535 W Temple St, Los Angeles, CA 90026 at AU's administrative offices.
- Tangible Personal Property:
  - AU will accept tangible personal property gifts valued at \$10,000 or greater if the gift will generate adequate revenue for the organization, and meet the purposes for which the gift is intended. In assessing the appropriateness of the gift, AU should address the following questions:
    - Is the property marketable?
    - What is the market for and costs of transportation to market and sale?
    - Are there any undue restrictions on the use, display, or sale of the property?
    - Are there any carrying costs (insurance, storage, ongoing maintenance) for the property?
- Securities:
  - AU can accept both publicly traded securities and closely held securities
  - Publicly Traded Securities:
    - Marketable securities will be transferred to an account maintained at one or more brokerage firms or delivered physically with the transferor's signature or stock power attached. As a general rule, all marketable securities will be sold upon receipt unless otherwise directed by the Finance Committee of AU. In some cases marketable securities may be restricted by applicable securities laws; in such instance the final determination on the acceptance of the restricted securities may be made by the Membership & Fundraising Committee of AU.
  - Options and Other Rights in Securities:
    - The following questions apply to acceptance of warrants, stock options and stock appreciation rights:
      - Is AU required to advance funds upon exercise of the gift? If so, does AU have the required funds?

- Is AU at risk of loss of funds in accepting the gift?
- Are the rights restricted? And if so, does the restriction affect the ability of AU to dispose of the asset? Does the restriction materially impact the value of the gift to AU?
- Will acceptance of the gift and/or exercise of the option trigger any tax consequences to the donor?
- Closely Held Securities:
  - Proposed gifts of closely held securities, which include not only debt and equity positions in non-publicly traded companies but also interests in LLPs and LLCs or other ownership forms, will be reviewed by addressing the following questions:
    - What type of entity is represented by the gift? (For example, C Corporation, S Corporation, LLC, LLP.)
    - Will the security generate unrelated business taxable income to AU? If so, does AU have the funds to pay this tax?
    - Will the gift trigger any negative tax consequences to the donor? If the donor is unsure, please advise them to talk with their accountant.
    - Are there restrictions on the security that would prevent AU from ultimately converting those assets to cash?
    - How does the company operate? Does its operation of the gift interest create liability for AU?
    - Is the security marketable? If so, what is the market for sale, and estimated time required for sale?
  - If potential problems arise on initial review of the security, further review and recommendations may be sought from an outside professional before making a decision whether to accept the gift. Every effort will be

made to sell non-marketable securities as quickly as possible.

- Real Estate:
  - AU will consider real property gifts with a market value of \$50,000 or greater. Gifts of real estate may include developed property, undeveloped property, or gifts subject to a prior life interest. Prior to acceptance of real estate, AU requires an initial environmental review of the property to ensure that the property is free of environmental damage. In the event that the initial inspection reveals a potential problem, AU may retain a qualified inspection firm to conduct an environmental audit. The prospective donor must bear the cost of the initial environmental review and any subsequent environmental audit. When appropriate, a title binder shall be obtained by AU prior to the acceptance of the real property gift. The cost of the title binder will be borne by the donor.
  - The following criteria applies to gifts of real estate:
    - Is the property useful for the purposes of AU?
    - Is the property marketable?
    - Are there any restrictions, reservations, easements, or other limitations associated with the property?
    - Are there carrying costs, which may include insurance, property taxes, mortgages, or notes, etc., associated with the property?
    - Does the audit reflect that the property is free of environmental damage?
- Remainder Interests In Property:
  - AU may accept a remainder interest in a personal residence, farm, or vacation property subject to the provisions of accepting real estate. At the death of the life tenants, AU may use the property or reduce it to cash. Where AU receives a gift of a remainder interest, expenses for maintenance, real estate taxes, and any property indebtedness will be paid by the donor and/or primary beneficiary.
- Oil, Gas, and Mineral Interests:

- AU may accept oil, gas, or mineral interests, when appropriate. In accepting oil, gas or mineral interests, AU will determine whether the following criteria have been met:
  - Gifts of surface rights should have a value of \$20,000 or greater.
  - Gifts of oil, gas, and mineral interests should generate at least \$1,000 per year in royalties or other income (as determined by the average of the three years prior to the gift).
  - The property should not have extended liabilities or other considerations that make receipt of the gift inappropriate.
  - A working interest is rarely accepted. A working interest may only be accepted when there is a plan to minimize potential liability and tax consequences.
  - The property must undergo an environmental review to ensure that AU has no current or potential exposure to environmental liability. The cost of the environmental review must be borne by the donor.
- Bargain Sales:
  - AU may enter into a bargain sale arrangement in instances where the bargain sale furthers the mission and purposes of AU. All bargain sales must be reviewed and recommended by the Membership & Fundraising Committee of AU. In determining the appropriateness of the transaction, AU will consider whether:
    - The value of the property has been substantiated by an independent appraisal.
    - Any debt ration assumed with the property is less than 50% of the appraised market value.
    - AU will use the property, or there is a market for sale of the property allowing sale within 12 months of receipt.
    - The costs to safeguard, insure, and expense the property (including property tax, if applicable) during the holding period have been determined
- Life Insurance:

- AU must be named as both beneficiary and irrevocable owner of an insurance policy before a life insurance policy can be recorded as a gift. If the donor contributes future premium payments, AU will include the entire amount of the additional premium payment as a gift in the year that it is made. If the donor does not elect to continue to make gifts to cover premium payments on the life insurance policy, AU may:
  - continue to pay the premiums,
  - convert the policy to paid up insurance,
  - or surrender the policy for its current cash value
- Once the policy is accepted, life insurance holdings will be reviewed annually to determine whether it is best to continue to pay the premiums, convert the policy to paid up insurance, surrender the policy for its current cash value, or change the underlying investment structure.
- Charitable Gift Annuities:
  - AU offers both current and deferred charitable gift annuities to its donors. The minimum funding amount is \$10,000. AU adheres to the rates set by the American Council on Gift Annuities. The minimum age for current life income beneficiaries of a gift annuity shall be 65, and the minimum age for a deferred charitable gift annuity is age 55. No more than two life income beneficiaries will be permitted for any gift annuity. Annuity payments may be made on a quarterly, semi-annual, or annual schedule. AU will accept only cash or marketable securities for current annuities, and will consider real estate or closely held stock for deferred gift annuities with a deferral period of five years or more, with the approval of the Gift Exceptions Committee.
- Charitable Remainder Trusts:
  - AU encourages its donors to name the organization as a remainder beneficiary of a charitable remainder trust and will work with its donors to structure such agreements. However, AU will not serve as trustee of a charitable remainder trust and will instead encourage the donor to use a professional fiduciary.
- Revocable Trust Agreements:

- AU encourages its donors to name the organization as a beneficiary of all or a portion of a revocable trust agreement. However, AU will not serve as trustee of a revocable trust agreement and will instead encourage the donor to use a professional fiduciary.
- Charitable Lead Trusts:
  - AU may accept a designation as income beneficiary of a charitable lead trust. AU will not accept an appointment as Trustee of a charitable lead trust.
- Retirement Plan Beneficiary Designations:
  - Donors and supporters of AU will be encouraged to name AU as beneficiary of their retirement plans. Such designations will not be recorded as gifts to AU until such time as the gift is irrevocable.
- Bequests:
  - Donors and supporters of AU will be encouraged to make bequests to AU under their wills and trusts. Such bequests will not be recorded as gifts to AU until such time as the gift is irrevocable.
- Life Insurance Beneficiary Designations:
  - Donors and supporters of AU will be encouraged to name AU as beneficiary or contingent beneficiary of their life insurance policies. Such designations shall not be recorded as gifts to AU until such time as the gift is irrevocable.
- Intellectual Property Rights:
  - Intellectual property rights, which include royalties, patents, copyrights, contract rights or other similar interests, will be examined in light of the following criteria:
    - Is the intellectual property right related to the mission of AU?
    - Can the ownership of the intellectual property right be clearly transferred or assigned to AU?
    - Is the intellectual property right a full or fractional interest? If fractional, who are the other owners of the property and percentage interests?
    - Is the gift deductible to the donor under the IRS partial interest gift rules?

- Does the right in the intellectual property generate, or have the potential to generate, at least \$5,000 or more each year?
  - Is there a market for the sale or licensing of the intellectual property right?
  - Are there any costs associated with acceptance of the intellectual property right? (i.e., is the gift a patent application that will require further action to secure, are there any claims, liens or other contests associated with the property, or are there likely to be costs associated with defending the intellectual property right?)
  - Are there any restrictions on the retention or use of the property?
  - What agreements or other legal documents would AU be required to execute in order to obtain patents, market the property and grant licenses in the name of AU?
- In-kind services
  - In-kind services, which may include but are not limited to, consulting, marketing, financial advisory, bookkeeping, photography or videography, website development, graphic design, event planning, database management, app development, legal, public relations, training and leadership development, lobbying, transportation, or catering.

## **VIII. Miscellaneous**

- Securing appraisals and legal fees for gifts to AU:
  - It will be the responsibility of the donor to secure an appraisal (where required) and the advice of independent legal, financial or other professional advisers as needed for all gifts made to AU.
- Valuation of gifts for development purposes:
  - AU will record a gift received by AU at its valuation for gift purposes on the date of gift.
  - Responsibility for IRS Filings upon sale of gift items:

- The Treasurer is responsible for filing [IRS Form 8282](#) upon the sale or disposition of any non-marketable asset sold within three years of receipt by AU when the charitable deduction value of the item is more than \$5,000. AU must file this form within 125 days of the date of sale or disposition of the asset.
- Acknowledgement of all gifts made to AU and compliance with the current IRS requirements in acknowledgement of such gifts is the responsibility of the Secretary/General Counsel of AU or their designee.
  - [IRS Publication 561](#) Determining the Value of Donated Property and [IRS Publication 526](#) Charitable Contributions provide excellent guidance and can be downloaded from [www.irs.gov](http://www.irs.gov).
- Disclosure provided for pooled funds.
  - AU will provide all appropriate disclosures as required by the [Philanthropy Protection Act of 1995](#) for gifts contributed to pooled funds.

## **20. Updating the Policies and Procedures**

- a. Changes to these Policies and Procedures only require majority approval by the Board of Directors. The Secretary shall be responsible for recording, updating, and archiving all changes and replacement documents.

## **21. Bylaws Changes**

- a. Outline format, grammatical, or other typographical errors can be changed by simple majority of the board and do not require a vote by a quorum of supporting membership in so far as the changes do not materially change the meaning of the content.
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