

**BYLAWS**  
**of the**  
**GIG HARBOR-KEY PENINSULAS**  
**EMERGENCY PREPAREDNESS COMMITTEE, INC.**  
**(d.b.a. Peninsula Emergency Preparedness Coalition (PEP-C))**

**ARTICLE I**  
**NAME**

The name of the corporation is the Gig Harbor - Key Peninsulas Emergency Preparedness Committee, Inc. a 501(c)(3) non-profit corporation, doing business as the Peninsula Emergency Preparedness Coalition (PEP-C) in Pierce County, WA, hereinafter called “PEP-C” or “the corporation.”

**ARTICLE II**  
**COVERAGE AREA**

PEP-C shall operate within Pierce County, Washington in the area west of the Tacoma Narrows.

**ARTICLE III**  
**CORPORATE MISSION**

This corporation is a non-profit organization and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including, for such purposes, the potential making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**3.01 The mission of PEP-C is to:**

- a) Develop public awareness within the PEP-C coverage area of the urgent and ongoing need for preparedness in the event of a disruptive local emergency, major disaster, nuclear or biologic attack or pandemic.
- b) Provide training opportunities to the public focused on creating self-reliance as recommended by county, state and federal preparedness organizations.
- c) Provide opportunities for advanced training such as CERT, Disaster First Aid, Ham Radio and emergency communications, and training to become Pierce County approved trainers for PCNet and Map Your Neighborhood and other programs.
- d) Provide opportunities for members to become certified as Pierce County approved disaster workers, trained and approved to deliver the Pierce County PCNet and FEMA Map Your Neighborhood programs.

## ARTICLE IV CORPORATE POWERS

### 4.01 General Powers

- a) PEP-C shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the educational and charitable purposes for which the organization is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of PEP-C may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.
- b) In exigent circumstances, by a majority vote of Board members in office and present (in person or electronically) the Board may pass a resolution to temporarily bypass a provision of the Bylaws. Such a resolution must be made in good faith and be the least disruptive or harmful alternative to following the bylaws as written.

### 4.02 Nonprofit Status

PEP-C is a Washington State non-profit public benefit corporation, recognized as tax exempt under Section 501(c)(3) of the United States Internal Revenue Code.

### 4.03 Exempt Activities Limitation

Notwithstanding any other provision of these Bylaws, no director, officer, employee, member or representative of PEP-C shall take any actions or carry on any activity by or on behalf of this corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the United States Internal Revenue Code as it now exists or may be amended, or by any organization contributions, or by any organization contributions which are deductible under Section 170(c)(2) of such Code and Regulations, as it now exists or may be amended. No part of the net earnings of the inure to the benefit or be distributable to any director, officer, member or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

### 4.04 Voluntary and Uncompensated Service

All positions on the PEP-C Executive Board and all memberships are voluntary and are uncompensated.

## ARTICLE V MEMBERSHIP

### 5.01 Regular and Affiliate Membership

- a) Individual regular membership in PEP-C requires payment of annual dues, maintenance of current contact information, and collegiate, respectful behavior at all PEP-C functions.

- b) Corporate, business and agency affiliate memberships do not pay dues.
- c) Active volunteers may have their dues waived, as determined by the Executive Board. Active volunteers may be executive board members, team leads, approved trainers, those members who participate regularly in PEP-C volunteer activities, and others as determined by a majority vote of the Executive Board.

#### 5.02 Privacy

At no time shall member or affiliate member information be shared with, exposed to, or sold to other organizations, groups or persons, including other members, without the member's consent.

#### 5.03 Denial or Cancellation of Membership

- a) A majority vote of the Executive Board may, for any reason, remove any individual or affiliate member from the membership rolls, or deny membership outright. A record of such action, and reasons therefore, shall appear in the minutes of the Executive Board meeting in which the action was taken.
- b) Persons and affiliates may request reconsideration at any time.

#### 5.04 Dues

- a) Annual dues shall be determined by the Executive Board, stated in the minutes, and posted on the PEP-C website.
- b) Dues may be prorated, reduced or waived at the discretion of the Chair or the Executive Board.
- c) Dues may be changed at any time by a majority vote of the Executive Board. Any changes to dues shall not take effect until the start of the next fiscal year.

#### 5.05 Volunteer Status

PEP-C is an all-volunteer organization. Members and affiliates shall receive no compensation. The Board may adopt policies to provide reimbursement for members and volunteers for pre-approved expenses incurred in conjunction with carrying out assigned PEP-C business. Pre-approval for expenditures must be in writing, email or meeting minutes.

#### 5.06 Self-Dealing Prohibited

- a) Members and affiliates are prohibited from directly selling goods or services to PEP-C for private gain.
- b) Members are prohibited from using member information for private gain.
- c) Members are prohibited from using PEP-C activities for private gain.

## ARTICLE VI THE EXECUTIVE BOARD

The Executive Board defines the mission and strategic direction of PEP-C, monitors the overall operation of PEP-C and ensures compliance with these Bylaws.

### 6.01 Composition of the Executive Board

- a) PEP-C shall have an Executive Board (the “Board”) consisting of at least five officers and no more than three Members at Large:
  - Chair (officer)
  - Vice Chair (officer)
  - Information Technology (officer)
  - Secretary (officer)
  - Treasurer (officer)
  - Up to three Members at Large
- b) Within these limits the Executive Board may increase or decrease the number of Board members, including for the purpose of staggering the terms of Officers and Members at Large.
- c) The Board may designate additional officer positions but such officers will not be on the Executive Board, nor have Executive Board voting rights.

### 6.02 Qualification of Executive Board Members

- a) Executive Board members must be PEP-C members in good standing and be over the age of 18.
- b) Ideally, where possible, members of the Executive Board shall include members from the coverage area and represent diverse geographical regions within the PEP-C coverage area, such as Fox Island, Gig Harbor, and the Key Peninsula.

### 6.03 Duties of Executive Board Members

- a) The Chair shall:
  - Be chief volunteer officer of PEP-C
  - Represent PEP-C to the public and city, county, state and federal authorities
  - Work with the Secretary to receive and respond to external and internal correspondence and communications
  - Ensure all legal requirements are being met in order to maintain the tax exempt 501(c)(3) status and to comply with all local, state and federal laws
  - Lead the Board in performing its duties and responsibilities
  - Call and preside at all Executive Board meetings, if present
  - Call and preside at all Regular meetings, if present
  - Perform all duties incident to the office or required by the Executive Board,
  - Delegation authority to Teams or individuals as necessary to include, but not be limited to activities such as:

- Communicating and disseminating information to the public (Information Team)
  - Providing training to the public (Training Team)
  - Acquiring and inventorying PEP-C materials (Materials Team)
  - Fundraising and collection of resources (Resources Team)
  - Build PEP-C membership (Membership Team)
  - Build support of emergency communications training and radio networks (Communications Team)
- b) The Vice Chair shall:
- Act as the Chair in the absence or disability of the Chair. When doing so, the Vice Chair shall have the powers and be subject to all the restrictions of the Chair.
  - Act as parliamentarian and support the Chair by ensuring meetings are run according to Robert's Rules of Order.
  - Maintain a speaker's list at meetings, if one becomes necessary, and call on speakers in turn to allow for all to be heard in an organized manner.
  - Perform other duties as directed by the Chair or as stipulated in the current Strategic Plan.
- c) Information Technology Officer shall:
- Maintain the PEP-C website and other internet based platforms as directed by the Board to disseminate required public disclosures, information about PEP-C activities and emergency preparedness information in accordance with the PEP-C mission.
  - Maintain a public calendar of PEP-C events and events related to the PEP-C mission.
- d) The Treasurer shall:
- Act as the chief financial officer for PEP-C
  - Disburse funds as directed by the Board
  - Execute all contracts, deeds, leases, grants, and other agreements as directed by the Chair and with the Chair's approval
  - Maintain a full and accurate account of all receipts and disbursements
  - Ensure that financial reports are made to the Board on a timely basis or as may be required by the Board
  - Present a yearly report to the Auditing Committee appointed by the Board for certification
  - Render an accounting to the general membership at an annual general membership meeting, usually in June.
  - Report on the financial condition of PEP-C monthly to the Chair and quarterly to the Board. Audit or financial review results shall be reported to the Board no later than July 31<sup>st</sup> of every year.
  - Prepare an annual budget by July 31st with the input of the Board, for approval of the Board at the next Board meeting.
  - If necessary, and with the approval of the Board, acquire a qualified agent to assist in performance of the duties of the Treasurer

- e) The Secretary shall:
- Attend to all matters of PEP-C business correspondence as directed by the Chair
  - Notify members of all upcoming meetings and activities as required by the Bylaws.
  - Take and publish minutes of all meetings. Minutes shall state the time and place of each meeting, detail other information regarding actions taken, and state if the meeting was held in accordance with the law and these Bylaws.
  - Maintain an up-to-date membership roster, as provided by the Membership Team Lead
  - Ensure PEP-C is in compliance with local, state and federal reporting and licensing requirements.
  - Collaborate and support the Treasurer regarding compliance with local, state and federal law.
  - Maintain PEP-C business records and documents in accordance with the Document Retention Policy to include at minimum (may be kept electronically):
    - Copy of Articles of Incorporation and letter of approval from Washington State
    - Copy of FEIN federal tax documents
    - Current Business License
    - Insurance documents and policies
    - Current and past Bylaws
    - Current and past Strategic Plan
    - Conflict of Interest Policy
    - All present and past policies
    - All present and past Memorandums of Understanding (MOUs)
    - All present contracts in effect and all contracts within the last seven (7) years
    - All meeting minutes
    - Current membership roster
    - Copies of committee reports
    - Any other documents as the Chair directs
- f) Members at Large shall:
- Attend all Executive Board meetings.
  - Attend Special Meetings as required.
  - Provide general input and guidance to the Board based on their long history with PEP-C. Generally, Members at Large have served as past officers or active volunteers, though such service is not required. They are to act as the “corporate memory” of the organization.

#### 6.04 Powers of the Executive Board

- a) Each member of the Executive Board shall have the authority and shall perform the duties set forth in these Bylaws, or by resolution of the Board, or by direction of an officer authorized by the Board to prescribe the duties and authority of other officers.
- b) All corporate powers shall be exercised by, or under the authority, of the Executive Board.

- c) The Board may also appoint additional Vice Chairs and/or other officers the Board deems necessary, each of whom shall have such authority and shall perform such duties as the Board determines.
- d) One person may hold one Board position, and no Board member may act in more than one capacity where an action or vote of two or more Board members is required.
- e) The affairs of PEP-C shall be managed under the direction of the Board, except as otherwise provided by law.

#### 6.05 Executive Board Members Terms of Service

- a) Officers shall serve one year terms.
- b) Members at Large shall serve staggered, three-year terms. Members at Large shall serve terms staggered by one year.
- c) When necessary, mid-term Executive Board vacancies may be filled by appointment by a majority vote of the Executive Board to complete the term of an unavailable Executive Board member.
- d) Members of the Board may serve successive terms.

#### 6.06 Compensation

- a) Board members shall receive no compensation for carrying out their duties. The Board may adopt policies to provide reimbursement for Board members and other volunteers for pre-approved expenses incurred in conjunction with carrying out Board duties. Pre-approval for expenditures must be in writing, email or in the meeting minutes.
- b) Board members may be remunerated for professional services provided to PEP-C. Such remuneration shall be reasonable and fair to PEP-C and must be reviewed and pre-approved in accordance with the PEP-C Conflict of Interest Policy and state law.

#### 6.07 Nominations, Elections and Appointments to the Executive Board

- a) In April of every year the Executive Board shall appoint three members to an ad hoc Nominating Committee.
- b) Nominations, voting, and elections may be conducted via electronic or any other means deemed appropriate by the Chair during the June general membership meeting. Voting may be done electronically over time, as long as results are had by the end of the June general membership meeting.
- c) PEP-C members will vote for all four officer positions and for any Member at Large position becoming vacant as of June 30th of that year.
- d) If a member is running for a position unopposed, he or she shall be deemed “elected by acclamation.”
- e) Voting may be postponed if determined necessary by the Executive Board.

#### 6.08 Removal, Absences and Vacancies on the Board

- a) The Board, upon majority vote, may remove a Board member at any time, with or without cause. Written notice or notice via email shall be given the removed Board member stating the last date of service.
- b) Any Board member may resign at any time by giving written notice to the Board without prejudice to the rights, if any, of PEP-C under any contract to which the Board member is

a party. Resignations shall take effect as of the date of receipt of the notice, or at any later time specified in the notice. Acceptance of a resignation is not required to make it effective.

- c) The Board may fill vacancies by appointment, may appoint new Board members or may appoint a new Board member to fill a previously unfilled Board position.
- d) Should the Chair become absent or unable to perform his or her duties for any reason, the Vice Chair shall assume to role of Chair for the remainder of the Chair's term.
- e) Should an Executive Board member be absent and unexcused for two consecutive Executive Board meetings, without having made prior arrangements with the Chair, or otherwise fail to or be unable to complete his or her duties, he or she may be removed from the board by a majority vote of the remaining members of the Executive Board and a replacement shall be appointed to complete the term.

#### 6.09 Manner of Acting

- a) Quorum: A majority of the Board members in office immediately before the meeting shall constitute a quorum for the transaction of business at that meeting of the Board. No business shall be considered by the Board at any meeting at which a quorum is not present. Meetings may be conducted electronically.
- b) Majority Vote: Except as otherwise required by law or by the articles of incorporation, the act of the majority of Board members present at a meeting at which a quorum is present shall be the act of the Board. Votes may be conducted electronically and need not be simultaneous, but conducted over a period of time.
- c) Hung Board Decisions: If the Board members are unable to reach a decision due to a tie, the Chair shall have the power to swing the vote based on his or her discretion.
- d) Participation: Except as required otherwise by law, the Articles of Incorporation, or these Bylaws, Board members may participate in regular or special meetings through the use of any available technologies by which all Board members may hear each other during the meeting, including in person, internet video chat, or conference call.

#### 6.10 Board Committees and Teams

- a) The Executive Board may, by a resolution adopted by a majority of the Board then in office, designate one or more committees. Each committee should, ideally, have at least one Board member appointed to it. Any such committee shall have the authority of the Board, except no committee, regardless of Board resolution, may:
  - Take any final action on matters which also require Board approval or the approval of the majority of members,
  - Amend or repeal the Bylaws or adopt new Bylaws
  - Amend or appeal any resolution of the Board by which its express terms is not amendable or repealable.
  - Appoint any other committees of the Board or members of these committees
  - Approve any transaction to which the PEP-C is a party and one or more Board members have a financial interest, or any other person in which one or more Board members have a material financial interest.
- b) Meetings and actions of Executive Board Committees shall be governed by the provisions concerning meetings of the Executive Board, with allowance for changes in context as is



necessary to substitute the Committee for the Board, except that the times for regular meetings of Committees may be determined either by resolution of the Board or by the Committee.

- c) Special meetings of a Committee may also be called by the Executive Board.
- d) Notice of special Committee meetings shall also be given to all alternate members, who shall have the right to attend all Committee meetings. Committee meetings are not generally open to the public, unless the Committee chooses to invite the public.
- e) Special Committees (standing and ad hoc) are listed in the Appendix
- f) The Board may create specialized Teams to execute PEP-C's mission. Teams and their duties are listed in the Appendix.

#### 6.11 Email Actions by the Executive Board and Board Committees

- a) Any action required or permitted to be taken by the Board at a meeting may be taken without a meeting if consent in writing (including email to address on record) shall be agreed to by the consensus of a quorum of the Board. The intent of this provision is to allow the Board to use email to approve actions, as long as a quorum of the Board gives consent.
- b) Any action required or permitted to be taken by a Board Committee at a meeting may be taken without a meeting if consent in writing (including email to address on record) shall be agreed to by the consensus of a majority of Committee members. The intent of this provision is to allow the Committee to use email to approve actions, as long as a majority of Committee members gives consent.

### ARTICLE VII MEETINGS

#### 7.01 Regular Executive Board Meetings

- a) Regular Executive Board Meetings:
  - The Board shall meet at least quarterly each fiscal year, at times and places determined by the Chair.
  - One such Regular Executive Board meeting shall coincide with the Annual Membership Meeting in June of each year
  - Board meetings shall be held with a minimum of four (4) business days' notice to all members and affiliates via email, first-class mail, telephone, or fax.
  - Notice of the meeting shall specify the date, time, and location, but need not specify the purpose of the meeting, nor supply an agenda.
  - Regular Executive Board meetings are open to the public, though non-Board members are not generally allowed to speak at Executive Board meetings unless invited to do so.
  - Per the Policy on Transparency and Accountability, some portions of Executive Board meetings may be closed to the public.

#### 7.02 Special Executive Board Meetings:

- a) Special meetings may be called by the Chair, or any other two members of the Board. A special meeting must be preceded by at least four (4) business days' notice to each Board member of the date, time, and location but need not specify the purpose of the meeting, nor supply an agenda.
- b) Any Board member may waive notice of any meeting, in accordance with Washington State law.

#### 7.03 General Membership Meetings

- a) The Executive Board shall schedule general membership meetings at least once each quarter.
- b) One of these meetings shall be Annual General Meeting to be held in June of each year, at which the membership will vote for Executive Board Officers and to replace any Members at Large whose terms are expired. The vote may be deferred for one month if necessary. Voting may also take place via electronic means, as determined by the Board.
- c) The time and place of general meetings shall be determined by the Executive Board.
- d) There is usually no general membership meeting in August unless a special need arises.
- e) The purpose of a general membership meeting is to conduct training and information sessions, hear Team and Committee reports, and to conduct only that business where input or votes from the general membership is required, or such other subjects as the Chair deems necessary.
- f) Meetings shall be held at a public place and shall be open to the public.

#### 7.04 Rules of Order

- a) PEP-C shall use *Robert's Rules of Order-Revised*, to conduct PEP-C meetings and business to the extent such rules are applicable and not in conflict with PEP-C Bylaws, nor cause undue delay in conducting meetings and business as determined by the Board.
- b) Collegiate, respectful, civil discourse is expected from all in attendance.

#### 7.05 Special Committee Meetings and Team Meetings

- a) Other Special Committee or Team meetings may be called at the discretion of the Chair, a Committee Chair, or Team Leads as appropriate.
- b) These meetings are not generally open to the public unless invited by the group holding the meeting.
- c) These meetings need not be held in public places.
- d) Notice of these meetings need only be provided to the Chair and the committee or team members and any alternate members as appropriate. There is no requirement to notify the public or general membership of these meetings unless their input or attendance is desired.
- e) Minutes of special committee or team meetings should be generated and sent to the Secretary. Minutes need not be as detailed as they would be for Executive or Membership meetings.

ARTICLE VIII  
CONTRACTS and BUSINESS DEALING

8.01 Contracts and Writings

Except as otherwise provided by resolution of the Board or PEP-C policy, all contracts, deeds, leases, grants, and other agreements of PEP-C shall be executed on its behalf by the Chair, Vice Chair, or the Treasurer or other persons to whom the Board has delegated authority as appropriate, to execute such documents in accordance with policies or resolution approved by the Board.

8.02 Checks and Drafts

All checks, drafts or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of PEP-C shall be signed by the Treasurer, or such other agent or officer of PEP-C, as required by resolution of the Board.

8.03 Deposits

All PEP-C funds not otherwise employed shall be deposited to the credit of PEP-C in such banks or other depository institutions as the Board may select.

ARTICLE IX  
BOOKS and RECORDS

9.01 Books and Records

- a) PEP-C shall keep correct and complete books of records of account and shall keep minutes of the proceedings of all meetings of the Executive Board, a record of all actions taken by the Executive Board without a meeting, and a record of all actions taken by committees.
- b) PEP-C shall maintain a copy of the Articles of Incorporation.
- c) The Policy on Document Retention can be found in the Appendix.

ARTICLE X  
FISCAL YEAR

10.01 Fiscal Year

The fiscal year of the corporation shall run from 12:01 AM (0001) local time July 1 until midnight (2400) local time June 30 of the following year.

ARTICLE XI  
AMENDMENT of the BYLAWS

11.01 Amendment of the Bylaws

- a) The Bylaws may be amended, altered, repealed, or restated by a vote of the majority of the Board then in office at the meeting of the Executive Board, provide, however,
- b) That no amendment shall be made to the Bylaws which would cause PEP-C to cease to qualify as an exempt corporation under section 501(c)(3) of the IRS Code, or the corresponding section of any future federal tax code.
- c) The Chair must notify Board members at least 10 business days before any meeting is held where changes to the Bylaws will be voted upon. Such notice shall include the location, date and time of the meeting and the text of any proposed changes.
- d) The public is invited to attend such a meeting, but comments shall only be accepted at the discretion of the Chair.

ARTICLE XII  
CONFLICT OF INTEREST

12.01 Conflict of Interest

Federal law requires a Conflict of Interest policy for non-profit organizations. The Board shall adopt and periodically review a conflict of interest policy to protect PEP-C's interest when contemplating any transaction or arrangement which may benefit a Board member, employee, affiliate, member or member of a committee with Board delegated powers. This policy is found in the Appendix.

ARTICLE XIII  
NONDISCRIMINATION

13.01 Nondiscrimination Policy

All Board members, committee members, team leads or members, regular members, employees and/or persons served by PEP-C shall be selected entirely on a non-discriminatory basis with regard to age, sex, religion, national origin, and sexual orientation. The policy of PEP-C is to not discriminate on the basis of race, creed, ancestry, marital status, gender, sexual orientation, age, physical disability, veteran status, political service or affiliation, color, religion, or national origin.

ARTICLE XIV  
DISSOLUTION

14.01 Dissolution

- a) The PEP-C executive Board may, by majority vote, dissolve the organization.
- b) Prior to dissolution the Board shall ensure all debts are discharged.

- c) Upon termination or dissolution of PEP-C, any assets lawfully available for distribution shall be distributed to one or more qualifying organizations as described by Section 501(c)(3) of the United States Internal Revenue Code, as it now exists or may be amended, which have a charitable purpose which, at least generally, includes a purpose similar to PEP-C.
- d) The organization(s) to receive the assets of PEP-C upon PEP-C's dissolution, shall be determined by majority vote of the Executive Board. If the members of the Executive Board cannot determine a suitable recipient organization, the assets shall be distributed to the Washington State Treasurer to be added to the general fund.

The foregoing, including attached Appendices and Policies, constitute the Bylaws of the Gig Harbor-Key Peninsulas' Emergency Preparedness Committee, d.b.a. Peninsula Emergency Preparedness Committee (PEP-C) adopted at the Executive Board meeting held on 10<sup>th</sup> day of June, 2020.

Signed:

Peggy Gablhouse Date: 6-10-2020  
Peggy Gablhouse - Chair

Tuuli Messer-Bookman Date: 6-10-2020  
Tuuli Messer-Bookman - Secretary

# **APPENDIX**

and

# **POLICIES**

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## **Appendix A**

### **PEP-C Teams and Committees**

#### **PEP-C Teams**

All Team Leads shall submit annual records by December 31 of current year to Chair, who will forward to the Secretary for retention.

##### **Emergency Communication Team**

- Plan and execute an emergency communications network that provides reliable radio network support to neighborhoods for which the PEP-C Training Team has developed neighborhood emergency teams or other self-help networks. Offer courses and training in emergency communications to members and the public. Assist membership recruiting through this exposure.

##### **Funding, Resources and Advancement Team**

- Acquire necessary funds and in-kind donations towards the PEP-C mission. Record efficacy of various fundraising activities to inform future decisions on where to focus fundraising efforts. Coordinate the acquisition and use of unpaid interns where possible.

##### **Materials Team and Events Team**

- Inform members and the public of free and commercial outlets providing emergency preparedness and survival materials and education and training. Ensure PEP-C has required materials for all public activity and training needs. Maintain records of materials used at events, distributed to the public and used for training.

##### **Outreach and Membership Team**

- Maintain an up-to-date membership roster. Develop and operate a program to recruit new members to PEP-C. Maintain records of efficacy of recruiting efforts.

##### **Training Team**

- Provide emergency preparedness training and post-event survival and sustainment training, including certifications when possible. Provide advanced training to PEP-C members, including certification as a Pierce County Neighborhood Preparedness Facilitator and a State of Washington Emergency Worker Pierce County Disaster Worker. These certifications indicate training in instruction of adult learners and the PCNet and Map Your Neighborhood programs, and have also undergone a background check. Only members with certification as a Pierce County Neighborhood Preparedness Facilitator and a State of Washington Emergency Worker Identification Card are authorized to deliver PCNet content on behalf of PEP-C.

## PEP-C Committees

### Standing Committees

### Ad Hoc Committees

- Audit Committee – Three members appointed by the Chair in April
- Nominating Committee – Three members appointed by the Chair in April
- Peninsula Fair Planning Committee
- Bylaw Amendment Committee
- Strategic Planning Committee
- CERT Committee
- Evening Meetings Committee
- Facebook Committee

## Appendix B

### Policy on Conflict of Interest

#### Article I

##### Purpose

This policy is required by the Internal Revenue Service under federal law.

- 1.01 The purpose of this Conflict of Interest policy is to protect the corporation's tax exempt status when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an executive Board member or might result in a possible excess benefit transaction.
- 1.02 The policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to non-profit and charitable organizations.
- 1.03 It is important for PEP-C Executive Board members to be aware that both real and perceived or apparent conflicts of interest can occur in the course of conducting affairs and that the appearance of a conflict can be troublesome even if there is in fact no conflict whatsoever. Conflicts occur because people associated with PEP-C have multiple interests and affiliations in various positions within the community. People may have two duties of loyalty to two or more corporations or entities.
- 1.04 Conflicts are undesirable because they potentially or eventually place the interests of others ahead of the corporation's obligations to its charitable purposes and to the public interest. Conflicts are also undesirable because they often reflect adversely on the person involved and on the institutions with which they are affiliated, regardless of the actual facts or motivations of the parties. However, the long-range best interests of the corporation do not require the termination of all association with persons who may have real or apparent conflicts that are harmless to all individuals or entities involved.
- 1.05 Each member of the Executive Board and all members have a duty of loyalty to the corporation. The duty of loyalty generally requires a member to prefer the interests of the corporation over his or her personal interest or the interest of others.
- 1.06 In addition, Executive Board members shall avoid all acts of self-dealing which may adversely affect the tax exempt status of the corporation or cause there to arise any sanction or penalty by a governmental authority.

#### Article II

##### Definitions

- 2.01 Interested Person – any executive Board member or person with governing board power, who has a direct or indirect financial interest, as defined below.
- 2.02 Financial Interest – A person has a financial interest if the person has directly or indirectly, through business, investment or family:
  - a) An ownership investment interest in any entity with which the corporation has a transaction or arrangement

- b) A compensation arrangement with PEP-C or with any entity or individual with which the corporation has a transaction or arrangement
- c) A potential ownership or investment interest in, or compensation arrangement with any entity or individual with which the corporation is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Executive Board decides that a conflict of interest exists.

### Article III Procedures

#### 3.01 Duty to Disclose

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

#### 3.02 Determining Whether a Conflict of Interest Exists

- a) An interested person may make a presentation at the Executive Board meeting, but after the presentation shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b) After disclosure of the financial interest and all material facts, and after any discussion with the involved person, he or she shall leave the Executive Board meeting while a determination of a conflict of interest is discussed and voted upon. The remaining Board members shall decide if a conflict of interest exists.

#### 3.02 Procedures for Addressing the Conflict of Interest

- a) The Chair shall, if appropriate, appoint a disinterested person of committee to investigate alternatives to the proposed transaction or arrangement.
- b) After exercising due diligence, the Chair shall determine whether PEP-C can obtain with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- c) If a more advantageous solution is not reasonably possible under the circumstances producing a conflict of interest, the Executive Board shall determine by a majority vote of its disinterested members whether the transaction or arrangement is in the best interest of PEP-C, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

#### 3.03 Violations of the Conflict of Interest Policy

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

Article IV  
Records of Proceedings

- 4.01 The minutes of the Executive Board and all committees with board delegated powers shall contain:
- a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Executive Board's or committee'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 with the proceedings.

Article V  
Compensation

- 5.01 A voting member of the Executive Board who receives compensation, directly or indirectly, from PEP-C for services is precluded from voting on matters pertaining to that member's compensation.
- 5.02 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from PEP-C for services is precluded from voting on matters pertaining to that member's compensation.
- 5.03 No voting member of the Executive Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from PEP-C, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI  
Annual Statements

- 6.01 Each Executive Board member and any member of a committee with executive Board delegated powers shall annually sign a statement which affirms such person:
- a) Has received a copy of the conflicts of interest policy,
  - b) Has read and understands the policy,
  - c) Has agreed to comply with the policy, and
  - d) Understands PEP-C is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII  
Periodic Reviews

- 7.01 To ensure PEP-C operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
- a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
  - b) Whether partnerships, joint ventures, and arrangements with management organizations conform to PEP-C's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII  
Use of Outside Experts

- 8.01 When conducting the periodic reviews as provided for in Article VII, PEP-C may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

Approved on 29<sup>th</sup> day of May year 2020

Signed:

Peggy Gablehouse Chair  
Peggy Gablehouse

Tuuli Messer-Bookman Secretary  
Tuuli Messer-Bookman

## IRS Definitions

### Adjusted net income (for Schedule D)

Adjusted net income includes: gross income from any unrelated trade or business; gross income from functionally related businesses; interest payments received on loans; amounts received or accrued as repayments of amounts taken as qualifying distributions for any tax year; amounts received or accrued from the sale or other disposition of property to the extent acquisition of the property was treated as a qualifying distribution for any tax year; any amounts set aside for a specific project to the extent the full set aside was not necessary for the project; interest on government obligations normally excluded under section 103 of the Code; net short-term capital gains on sale or other disposition of property; and income received from an estate if the estate is considered terminated for income tax purposes because of a prolonged administration period.

It does not include: gifts, grants, and contributions received; long-term capital gains or losses; net section 1231 gains; capital gain dividends; the excess of fair market value over adjusted basis of property distributed to the U.S. or a possession or political subdivision, a state or its political subdivision, a charitable trust or corporation for public purposes, or income received from an estate during the administration period.

In computing adjusted net income, deduct the following: ordinary and necessary expenses paid or incurred for the production or collection of gross income, or for the management, conservation, or collection of gross income (includes operating expenses such as compensation of officers, employee wages and salaries, interest, rent, and taxes); straight-line depreciation and depletion (not percentage depletion); and expenses and interest paid or incurred to carry tax-exempt obligations.

Do not deduct net short-term capital losses for the year in which they occur (these losses cannot be carried back or carried over to earlier or later tax years); the excess of expenses for property used for exempt purposes over the income received from the property; charitable contributions made by you; net operating losses; and special deductions for corporations.

### Advance Ruling

A written determination by us on your public charity status that treats you as a publicly supported organization during a 5-year period beginning, generally, from the date of your formation. At the end of the 5-year period, you will qualify for a definitive ruling (defined below) if you were publicly supported based on the support you received during the 5-year period.

### Affiliated

Created by, controlled by, or closely related to a governmental unit, including a State, a possession of the United States, or any political subdivision of a State or a possession of the United States, or the United States, or the District of Columbia.

### Arm's length

A transaction between parties having adverse (or opposing) interests; where none of the participants are in a position to exercise substantial influence over the transaction because of business or family relationship(s) with more than one of the parties.

### Authorized representative

By submitting Form 2848, an attorney or certified public accountant who is permitted to represent you before us regarding your application for tax-exempt status.

#### Bingo

A game of chance played with cards that are generally printed with 5 rows of 5 squares each, on which participants place markers to form a pre-selected pattern to win the game. Bingo is gambling.

#### Business relationships

Employment and contractual relationships, and common ownership of a business where any officers, directors, or trustees, individually or together, possess more than a 35% ownership interest in common. Ownership means voting power in a corporation, profits interest in a partnership, or beneficial interest in a trust.

#### Bylaws

The internal rules and regulations of an organization.

#### Certification of filing

Articles of incorporation for your organization showing evidence that on a specific date they were filed with and approved by an appropriate state authority.

#### Charitable risk pool

An organization described in section 501(n), which is organized and operated to pool insurable risks (other than medical malpractice) of its section 501(c)(3) members.

#### Close connection

A relationship between organizations that may include: control of one organization by another through common governance or through authority to approve budgets or expenditures; coordination of operations as to facilities, programs, employees, or other activities; or common persons exercising substantial influence over all of the organizations.

#### Common control

You and one or more other organizations have (1) a majority of your governing boards or officers appointed or elected by the same organization(s), or (2) a majority of your governing boards or officers consist of the same individuals. Common control also occurs when you and one or more commonly controlled organizations have a majority ownership interest in a corporation, partnership, or trust. Ownership means voting power in a corporation, profits interest in a partnership, or beneficial interest in a trust.

#### Community

The local or regional geographic area to be served by an organization.

#### Compensation

All forms of income from working, including salary or wages; deferred compensation; retirement benefits, whether in the form of a qualified or non-qualified employee plan (for example: pensions or annuities); fringe benefits (for example: personal vehicle, meals, lodging, personal and family



educational benefits, low interest loans, payment of personal travel, entertainment, or other expenses, athletic or country club membership, and personal use of your property); and bonuses.

#### Conflict of interest policy

A conflict of interest arises when a person in a position of authority over an organization, such as a director, officer, or manager, may benefit personally from a decision he or she could make. A conflict of interest policy consists of a set of procedures to follow to avoid the possibility that those in positions of authority over an organization may receive an inappropriate benefit.

#### Corporation

An entity organized under a Federal or state statute, or a statute of a federally recognized Indian tribal or Alaskan native government.

#### Definitive ruling

A written determination by us on your public charity status that classifies you as a publicly supported organization if you have completed your first tax year, consisting of at least 8 full months, and you meet one of the public support tests. A definitive ruling may also be issued at the end of your 5-year advance ruling period if you were issued an advance ruling and you meet one of the public support tests.

#### Develop

Develop means the planning, financing, construction, or provision of similar services involved in the acquisition of real property, such as land or a building.

#### Earmark

Donations or other contributions given to you to assist particular individuals or specific identified groups.

#### Expenses

Financial burdens or outlays; costs (of doing business); business outlays chargeable against revenues. For purposes of this form, expenses mean direct and indirect expenses.

#### Fair market value

The price at which property or the right to use property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy, sell, or transfer property or the right to use property, and both having reasonable knowledge of relevant facts.

#### Family

Includes an individual's spouse, ancestors, children, grandchildren, great grandchildren, siblings (whether by whole or half-blood), and the spouses of children, grandchildren, great grandchildren, and siblings.

#### Foreign country

A country other than the United States, its territories and possessions, and the District of Columbia.

### For-profit

A business entity whose activities are conducted or maintained to make a profit (e.g. revenues greater than expenses).

### Fundraising

The organized activity of raising funds, whether by volunteers, employees, or paid independent contractors.

### Gainfully employed

Employed or actively looking for work.

### Gaming

The term gaming includes activities such as Bingo, Beano, lotteries, pull-tabs, pari-mutuel betting, Calcutta wagering, pickle jars, punch boards, tip boards, tip jars, certain video games, 21, raffles, keno, split-the-pot, and other games of chance.

### Gross receipts

For purposes of Part IX-A. Statement of Revenues and Expenses, gross receipts includes monies earned from activities related to your charitable or other section 501(c)(3) activities, such as selling admissions or merchandise, performing services, or furnishing facilities.

### Handicapped

Persons with physical or mental disabilities with special needs for suitable housing, physical and mental health care, civic, cultural, and recreational activities, transportation, and an overall environment conducive to dignity and independence.

### Independent contractors

Persons who are not treated as employees for employment tax purposes.

### Influence legislation

The act of directly contacting or urging the public to contact members of a legislative body for the purpose of proposing, supporting, or opposing legislation. You are also attempting to influence legislation if you advocate the adoption or rejection of legislation.

### Intellectual property

A type of property (distinct from real or personal property) which includes:

- a) Patents (for inventions).
- b) Copyrights (for literary and artistic works such as novels, poems, plays, films, musical works, drawings, paintings, photographs, sculptures, architectural designs, performances, recordings, film, and radio or television programs).
- c) Trade names, trademarks, and service marks (for symbols, names, images, and designs).
- d) Formulas, know-how, and trade secrets.

### Joint ventures

A legal agreement in which the parties jointly undertake a transaction for mutual profit. Generally, each person contributes assets and shares risks. Like a partnership, joint ventures can involve any

type of business transaction and the “persons” involved can be individuals, groups of individuals, companies, or corporations.

Limited liability Company

A limited liability company (LLC) combines attributes of both corporations and partnerships (or, for one-person LLCs, sole proprietorships). The corporation's protection from personal liability for business debts and the pass-through tax structure of partnerships and sole proprietorships.

Mailing address

Address where you wish all correspondence to be sent.

Manage

Manage means to direct or administer.

Net income (for Schedule D)

See adjusted net income.

Non-fixed payments

A non-fixed payment means a payment that depends on discretion. For example, a bonus of up to \$100,000 that is based on an evaluation of performance by the governing board is a non-fixed payment because the governing body has discretion over whether the bonus is paid and the amount of the bonus.

Organizing document

The organizing document depends on the form of the organization. For a corporation, the document is the articles of incorporation. For a limited liability company (LLC), the document is the articles of organization. For an unincorporated association, the document is the articles of association or constitution. The organizing document of a trust is the trust agreement.

Political

You participate in a political campaign if you promote or oppose, through political literature, brochures, pamphlets, hosting or participating in events, etc., the candidacy of an individual for public office. Debates and nonpartisan voter education are not considered political.

Predecessor

An organization whose activities or assets were taken over by another organization.

Private foundations

Organizations that are exempt under section 501(c)(3) are private foundations unless they are: churches, schools, hospitals, governmental units, entities that undertake testing for public safety; organizations that have broad financial support from the general public; or organizations that support one or more other organizations that are themselves classified as public charities.

Private operating foundation

A type of private foundation that lacks general public support, but makes qualifying distributions directly for the active conduct of its educational, charitable, and religious purposes. “Directly for the active conduct” means that the distributions are used by the foundation itself to carry out the

programs for which it is organized and operated. Grants made to assist other organizations or individuals are normally considered indirect.

#### Public charity

Organizations that are exempt under section 501(c)(3) and are not private foundations because they are: churches, schools, hospitals, governmental units, entities that undertake testing for public safety; organizations that have broad financial support from the general public; or organizations that support one or more other organizations that are themselves classified as public charities. Public charity status is a more favorable tax status than private foundation status.

#### Reasonable compensation

Reasonable compensation is the amount that would ordinarily be paid for like services by like organizations under like circumstances as of the date the compensation arrangement is made. Reasonable compensation is important because excessive benefits in the form of compensation to disqualified persons may result in the imposition of excise taxes and jeopardize the organization's tax-exempt status.

#### Related

The family or business relationships between persons.

#### Relationship

A relationship between you and the recipient organization includes the following situations:

- a) You control the organization or it controls you through common officers, directors, or trustees, or through authority to approve budgets or expenditures.
- b) You and the organization were created at approximately the same time and by the same persons.
- c) You and the organization operate in a coordinated manner with respect to facilities, programs, employees, or other activities.
- d) Persons who exercise substantial influence over you also exercise substantial influence over the other organization.

#### Revenue

Revenue means gross revenue amounts.

#### Revenue Procedure

An official statement of a procedure published in the IRS Cumulative Bulletin that either affects the rights or duties of taxpayers or other members of the public under the Internal Revenue Code and related statutes, treaties, and regulations or, although not necessarily affecting the rights and duties of the public, should be a matter of public knowledge.

#### Revenue Ruling

An official interpretation by the IRS of the Internal Revenue laws and related statutes, treaties, and regulations that has been published in the Cumulative Bulletin. Revenue Rulings are issued only by the National Office and are published for the information and guidance of taxpayers, IRS officials, and others concerned.

#### SS-4

Application for Employer Identification Number.

#### Similarly situated

Similarly situated organizations means tax-exempt or taxable organizations of a comparable size, purpose, and resources.

#### Substantial contributor

Any individual or organization that gave more than \$5,000 to you from the date you were formed or other date that your exemption would be effective, to the end of the year in which the contributions were received. This total amount contributed must also be more than 2% of all the contributions you received. A creator of a trust is treated as a substantial contributor regardless of the amount contributed.

#### Successor

An organization that took over:

- a) More than a negligible amount of the activities that were previously conducted by another organization;
- b) Twenty-five percent or more of the fair market value of the net assets of another organization; or
- c) Was established upon the conversion of an organization from for-profit to non-profit status.

#### Trust

A trust is an entity that may be formed by a trust agreement or declaration of trust. A trust may also be formed through a will.

#### Unincorporated association

An unincorporated association formed under state law must have at least two members who have signed a written document for a specifically defined purpose.

#### Unusual grants

Substantial contributions and bequests from disinterested persons that by their size adversely affect classification as a public charity. They are:

- a) Unusual;
- b) Unexpected; and
- c) Received from an unrelated party.

## Appendix C

### Policy on Transparency and Accountability

#### Article I

##### Purpose

- 1.01 By making full and accurate information about its mission, activities, finances and governance policies publically available, PEP-C practices and encourages transparency and accountability to the general public. This policy will:
- a) indicate which corporate documents and materials are open or closed to the public, and
  - b) specify the procedures whereby the open or closed status of documents can be altered.

#### Article II

##### Financial and IRS Documents

- 2.01 PEP-C shall provide its IRS forms 990-N and 1023, Bylaws, Conflict of Interest policy, and financial statements available to the general public for inspection free of charge.
- a) PEP-C shall make widely available the aforementioned documents on the PEP-C website to be viewed and inspected by the general public.
  - b) The documents shall be posted in a format that allows an individual using the internet to access, download and print them in a manner that exactly reproduces the image of the original document filed with the IRS (except for information exempt from public disclosure, such as contributor lists).
  - c) The website shall clearly inform readers that the document is available and provide instructions for downloading it. Documents shall not be posted in a format that would require special computer hardware or software (other than software readily available to the public free of charge).
  - d) PEP-C shall not charge a fee for downloading the information.
  - e) PEP-C shall inform anyone requesting the information where this information can be found, including the web address. This information must be provided immediately for in-person requests and within seven (7) days for mailed requests.
- 2.02 IRS Annual Information Returns (Form 990-N)
- a) The Treasurer shall submit the IRS Form 990-N to the Board prior to filing.
  - b) While neither the approval nor review of the form is required under federal law, the IRS Form 990-N shall be submitted to each member of the Board (via hard copy or email) at least 10 business days before filing with the IRS.

#### Article III

##### Executive Board

- 3.01 All Executive Board deliberations shall be open to the public, except where the Board passes a motion to make any specific portion confidential.
- 3.02 All Executive Board minutes shall be open to the public once approved and accepted by

the Board, except where the Board passes a motion to make any specific portion confidential.

- 3.03 All papers and materials considered by the Board at a meeting shall be open to the public following the meeting at which they are considered, except where the Board passes a motion to make any specific paper or material confidential.

Article IV  
Donor Records

- 4.01 All donor records shall be available for consultation by members and donors concerned or by their legal representatives.
- 4.02 No donor records shall be made available to any person outside the corporation, except to authorized governmental agencies.
- 4.03 Within PEP-C, donor records shall be made available only to those persons with managerial or personnel responsibilities for dealing with those donors, except that donor records shall be made available to the Executive Board when requested.

Approved on 29<sup>th</sup> day of May year 2020

Signed:

Peggy Gablehouse Chair  
Peggy Gablehouse

Tuuli Messer-Bookman Secretary  
Tuuli Messer-Bookman

## Appendix D

### Policy on Codes of Ethics and Whistleblowers

#### Article I

##### Purpose

This policy shall be made available to all Executive Board members, officers, staff, members and volunteers and they shall have the opportunity to ask questions about the policy.

PEP-C requires and encourages Executive Board members and all other members to observe and practice high standards of business and personal ethics in the conduct of their duties and responsibilities. The volunteers and representatives of PEP-C must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. The intent of PEP-C is to adhere to all laws and regulations that apply to the corporation and the underlying purpose of this policy is to support the corporation's goal of legal compliance. The support of all volunteers, staff and Board members is necessary in achieving compliance with various laws and regulations.

#### Article II

##### Reporting Violations

If any Board member, officer, staff or volunteer reasonably believes that some policy, practice or activity of PEP-C is in violation of law, a written complaint must be filed by that person with the Chair or Vice Chair.

#### Article III

##### Acting in Good Faith

Anyone filing a 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 shall be subject to civil and criminal review.

#### Article IV

##### Retaliation

- 4.01 Said person is protected from retaliation only if he or she brings the alleged unlawful activity, policy or practice to the attention of PEP-C and provides PEP-C with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to individuals that comply with this requirement.
- 4.02 PEP-C shall not retaliate against any Executive Board member, officer, staff or volunteer who in good faith has made a protest or raised a complaint against some practice of PEP-C



or of another individual or entity with whom PEP\_C has a business relationship, on the basis of reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

- 4.03 PEP-C shall not retaliate against any Executive Board member, officer, staff or volunteer who disclose or threaten to disclose to a supervisor or public body, any activity, policy, or practice of PEP-C that the individual reasonable believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, or protection of the environment.

#### Article V Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

#### Article VI Handling of Reported Violations

The Chair or Vice Chair shall notify the sender and acknowledge receipt of the reported violation or suspected violation within five (5) business days. All reports shall be promptly investigated by the Executive Board or its appointed committee and appropriate corrective action shall be taken if warranted by the investigation.

Approved on 29<sup>th</sup> day of May year 2020

Signed:

Peggy Gablehouse  
Peggy Gablehouse

Chair

Tuuli Messer-Bookman  
Tuuli Messer-Bookman

Secretary

## Appendix E

### Policy on Reimbursement

The Board, by majority vote, must approve reimbursement for any personal expenditure on behalf of PEP-C. Persons expecting reimbursement of personal funds spent on behalf of PEP-C must get written approval for reimbursement prior to incurring the expense. Personal funds spent on behalf of PEP-C without prior approval for reimbursement may still be reimbursed with approval of the Board, but if not reimbursed, the expenditure shall be considered a voluntary donation.

Under circumstances where time is of the essence, and for amounts under \$50, the Chair and Treasurer can agree to authorize reimbursement without the full Executive Board being involved.

All expenses and reimbursements shall be part of the next Treasurer's report. Any business conducted between regular meetings shall be announced at the Treasurer's report at each regularly scheduled meeting.

Approved on 29<sup>th</sup> day of May year 2020

Signed:

Peggy Gablehouse Chair  
Peggy Gablehouse

Tuuli Messer-Bookman Secretary  
Tuuli Messer-Bookman

## **Appendix F**

### **Policy on Document Retention**

#### **Article I**

##### **Purpose**

The purpose of this document retention policy is to establish recommended standards for document integrity, retention and destruction, and to promote the proper treatment of PEP-C records

#### **Article II**

##### **General Guidelines**

Records should not be kept if they are no longer needed for the operation of the organization or required by law. Unnecessary records should be eliminated. The cost of maintaining records is an expense which can grow unreasonably if good housekeeping is not performed. A mass of records also makes finding pertinent records and documents more difficult.

#### **Article III**

##### **Destruction Policies and Schedules**

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

#### **Article IV**

##### **Exception for Litigation Relevant Documents**

PEP-C expects all Board members to comply fully with any published records retention policies and schedules, provided that all Board members should note the following general exception to any standardized destruction schedule: If you believe, or PEP-C informs you, that corporate records are relevant to litigation, or potential 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.

Article V  
Recommended Minimum Retention Periods for Specific Categories

- 5.01 Corporate documents including Articles of Incorporation, Bylaws, and IRS Form 1023 Application for Exemption should be retained permanently. IRS regulations require that IRS Form 1023 be available to the public for inspection upon request.
- 5.02 Insurance records, expired insurance policies, accident reports, claims, etc. should be kept permanently.
- 5.03 External audit reports should be kept permanently.
- 5.04 Press release/public filings should be retained indefinitely, under the theory that PEP-C should have its own copy to test the accuracy of any document a member of the public could theoretically produce against the corporation.
- 5.05 Legal documents should generally be retained for ten (10) years, but an attorney should be consulted before destroying any litigation or related materials.
- 5.06 Tax records include, but are not limited to, documents concerning expenses, contributions made by donors, accounting procedures, and other documents concerning PEP-C's revenues. Tax records should be retained for at least seven (7) years from the date of filing the applicable return.
- 5.07 Inventories of products, materials and supplies and any invoices should be kept for seven (7) years.
- 5.08 Accounts payables ledgers and schedules should be kept for seven (7) years.
- 5.09 Board and Board Committee Materials, such as meeting minutes, should be kept in perpetuity in the organization's minutes book. A clean copy of all other Board and Board Committee materials should be kept for no less than three (3) years.
- 5.10 Bank reconciliations, statements, deposit slips and checks should be kept for three years.
- 5.11 Internal audit reports should be kept for three (3) years.
- 5.12 Marketing and sales documents should generally be kept for three (3) years. Exceptions may involve sales contracts, leases, licenses, etc. which should be kept three years beyond the life of the agreement.
- 5.13 General correspondence should be kept for two (2) years.
- 5.14 Electronic mail (email) that needs to be saved should either be printed out and kept in hard copy in an appropriate file or kept electronically on a disc or hard drive on a separate file. Retention periods depend on the subject matter of the email, as covered above.

Summary:

Retain Indefinitely / Permanent Retention

- Corporate documents
- Insurance records
- External audits
- Press releases and public filings
- Executive Board and Committee meeting minutes

Retain for 10 years

- Legal documents (consult an attorney)

Retain for 7 years

- Tax records
- Accounts payables, ledgers and schedules
- Product inventories, supplies and invoices

Retain for 3 years

- Bank statements, deposit slips
- Internal audit reports
- Executive Board and Committee materials other than minutes
- Marketing and sales documents
- Sales contracts, leases and licenses keep 3 years past expiration

Retain for 2 years

- General correspondence

Approved on 29<sup>th</sup> day of May year 2020

Signed:

Peggy Gablehouse Chair  
Peggy Gablehouse

Tuuli Messer-Bookman Secretary  
Tuuli Messer-Bookman