

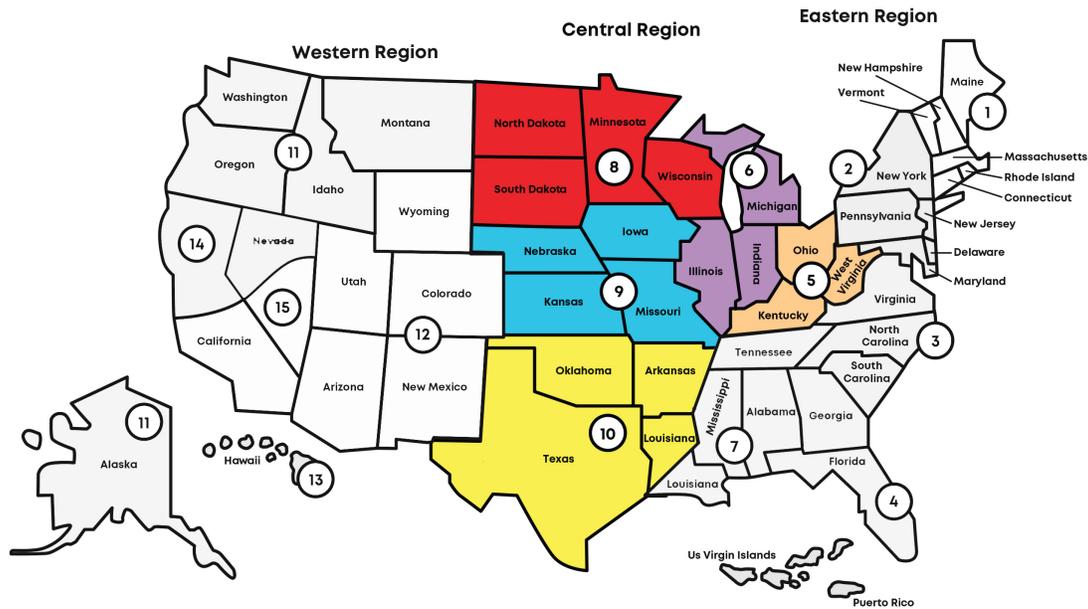


**AMERICAN ADVERTISING FEDERATION
CENTRAL REGION**

POLICIES & PROCEDURES

Revised August 2022

Approved & Adopted September 2022



The Central Region of the American Advertising Federation, hereinafter referred to as the “Central Region” operates under the auspices and bylaws of the American Advertising Federation. The Central Region has the right and operational authority to set its own (or additional) policies and procedures as deemed necessary by way of proposed and approved amendments according to the policy within.

I. PURPOSE

As a component of the American Advertising Federation, the Central Region’s purpose is to provide leadership on issues involving and affecting advertising, and, through the efforts of its Regional membership: To strive for the betterment of advertising and its service to the public. To cooperate with government officials at the federal, state and local levels, and to represent the industry’s positions before legislative and administrative bodies. To promote and encourage fellowship, understanding and cooperation among the various disciplines of the advertising profession. To promote and encourage the maintenance of high ethical industry standards and to support self-regulatory programs. To promote the efforts, highlight the accomplishments, and to support the needs, concerns, and general operational struggles a member District and/or Club of the Central Region may have.

II. MEMBERSHIP

Membership in Central Region is reserved for the AAF Districts and their members within the Central Region (Districts 5, 6, 8, 9, 10). A District in good-standing is defined as a District that has paid in full their yearly Central Region dues by the Central region invoice due date provided. This is in addition to the AAF National dues. Paying AAF national dues and being a member in

good-standing nationally, does not make an unpaid Central Region District a member in good-standing within the Region.

Only a District in good-standing who's member wishes to advance through AAF national leadership will get the support from the Central Region Executive Committee (CREC). The CREC will help promote and endorse any candidate for the AAF Council of Governors (COG) or other national leadership roles from the Central Region whose district is a member in good-standing. The CREC reserves the right to withhold their endorsement to a candidate they feel does not meet the goals and requirements of the Central Region or its paying active member districts.

III. MEMBERSHIP REINSTATEMENT

In the case that a District should fall out of good-standing as defined in Section II Membership, the following steps must be followed in order for reinstatement as a District member in good-standing within the Central Region

1. The District Governor would prepare and submit through email to the members of the CREC a written Appeal for Reinstatement
2. The District would at the same time as the appeal submission issue a "Reinstatement Fee" check payable to the AAF Central Region in the amount equal to 1/3 of the total yearly membership Central Region district dues. This is a non-refundable fee.
3. Upon receipt of the Appeal for Reinstatement to the CREC, it will promptly be distributed through email to all District Governors who are members in good-standing. A vote will be taken. Majority vote allows for reinstatement.
4. A reinstatement acceptance communication will be made to the petitioning District.
5. Upon full payment of that fiscal year's district dues by the petitioning District, that District will be reinstated as a member in good-standing.

IV. OFFICERS

Section 1: Three (3) officers elected by the eligible voting members of the Central Region shall represent The Central Region. Each year at the Annual Business Meeting of the Central Region, one additional person shall be elected to the post of Central Region Secretary/Treasurer for the first year of a three-year term starting on July 1st. Officers will automatically advance to the officer positions of Central Region Vice Chairman then Central Region Chairman in the second and third years of their term. Should a position become open mid-term, the next highest-ranking officer will advance to the open position and the then sitting Central Region Chairman may appoint a mid-term replacement for the vacant Central Region Secretary/Treasurer officer position.

Section 2: The Central Region Chairman shall preside at all Central Region meetings, shall act as a liaison between the headquarters of the American Advertising Federation and the Central

Region, represent the Central Region at the AAF National Conference, and is a member of the AAF Council of Governors and the AAF Board of Directors. As such, the Central Region Chairman shall be funded in full (or in part only limited by available Central Region funds from district dues received for that current term), to attend all meetings of the AAF Board of Directors and its executive committee as a voting member, and of the Council of Governors to represent the interests of the Central Region. Additionally, the Central Region Chairman should attend any other American Advertising Federation events at which representation of the Central Region is appropriate.

The chair shall also:

- Attend the Council of Governors (COG) business meetings
- When held, participate in the monthly COG conference/virtual calls
- When held, participate in monthly Executive Committee conference/virtual calls
- Prior to any meeting/conference call, solicit Central Region Governors for input
- Prepare report after each meeting/conference call for the Central Region Governors
- Assist Central Region Governors with inter-district issues

Section 3: The Central Region Vice Chairman shall serve as assistant to the Central Region Chairman and shall succeed and serve out the balance of the term of the Chairman if a vacancy occurs. In the temporary absence of a Central Region Chairman, the Central Region Vice Chairman will act in his or her place except having the right to vote at National Board meetings.

Section 4: The Central Region Secretary/ Treasurer shall give written notice of all meetings of the Central Region to the sitting Governors of all Central Region Districts and to AAF Headquarters, and shall keep the minutes of each meeting. He/she shall conduct the correspondence of the Central Region under the direction of the Central Region Chairman, send out all notices to the sitting Governors of all Central Region Districts and to AAF Headquarters, handle all mail, and keep records of the Central Region. The Central Region Secretary/ Treasurer shall supervise, under the control of the Central Region Chairman, the finances of the Central Region and all authorized disbursements; and at each Annual Business Meeting render and itemized statement of the financial condition of receipts and disbursements of the Central Region for the current fiscal year. Additionally, the Central Region Secretary/ Treasurer shall provide quarterly written financial updates to each sitting Governor of a Central Region District and to the headquarters of the American Advertising Federation.

V. EXPENSES & REIMBURSEMENTS

Section 1: Each Central Region District will be invoiced \$750 no later than August 1 with a due date of no later than September 1 of every year to be deposited by the Central Region Secretary/ Treasurer into the Central Region checking account. Funds will be used to subsidize the required travel expenses incurred by the Chairman of the Central Region in the performance of their duties previously outlined. Requests for expense reimbursements must be submitted to the

Central Region Secretary/Treasurer within 30 days of attendance of the event in question and must be approved by the Chairman.

VI. MEETINGS

Section 1: The Annual Business Meeting of the Central Region shall be held each year in conjunction with the National Conference of the American Advertising Federation.

Section 2: Special meetings may be called by the Central Region Chairman to consider specific matters of issues that are deemed to be appropriate.

VII. VOTING

Section 1: A simple majority of the Officers shall constitute a quorum for the transaction of business at any meeting of the Central Region.

Section 2: Each of the AAF Central Region Executive Committee Members (Chair, Vice Chair, Secretary-Treasurer and Immediate Past Chair) shall have one vote at all Central Region meetings. Current District Governors from the Central Region who's district they represent is a member in good-standing shall each have one vote at all Central Region meetings. In addition, the top elected official of each Central Region AAF member club shall have one vote at all Central Region meetings. If a District is not in good-standing, the member of a local club within that district will be deemed as such as well. In the case of a Governor's or Club Elected official's absence, the Governor-Elect or an individual designate from that District or Club who is present at the meeting will cast the vote. A majority vote of those in attendance will be required for acceptance of any matter pertaining to the operation of the Central Region. NO ABSENTEE VOTES WILL BE PERMITTED. A proxy vote may be accepted.

VIII. ELECTIONS

Section 1: Elections shall be held at the Annual Business Meeting and shall be by secret ballot. Only members in good-standing that have served as a District Governor and reside in the Central Region may be nominated for office.

Section 2: The Nominating Committee shall consist of the sitting officers of the Central Region. The Nominating Committee shall prepare a slate of nominees 30 days in advance and make it available upon request. The committee shall propose no candidate for office unless his/her consent to serve has been secured.

Section 3: At the Annual Business Meeting of the Central Region, the Central Region Chairman shall preside at the elections. The Central Region Chairman shall read the names of all candidates put forth by the Nominating Committee and shall also call for nominations from the floor. Each candidate will be allowed a maximum of two (2) minutes to address the meeting attendees prior to ballots being distributed.

Section 4: The vote of the assembled Central Region representatives for contested offices shall be by secret ballot. The ballots shall be opened by the Central Region Chairman and the votes tallied by the Officers of the Central Region. The Central Region Chairman shall immediately announce the results of the elections and declare the officer elected. In the case that no candidate receives a majority of the vote, another vote by secret ballot will be held between the candidates having the two highest vote totals. In the case that there are more than two candidates tied with the highest totals, another vote by secret ballot will be held among the tied candidates to break the tie. If the tie continues, the candidates will be allowed to speak or have a designated individual speak on their behalf for two minutes. The voting will continue until a winner is declared. A majority vote of those in attendance will be required for election

IX. PARLIAMENTARY AUTHORITY

Section 1: *Roberts' Rules of Order, Revised* shall be the authority of the Central Region in all matters not covered by these Policies & Procedures.

X. REVISIONS

Section 1: The Policies & Procedures may be amended by two-thirds vote of the eligible voters present at any business meeting or through email. A quorum must be present or represented.

Section 2: Revisions must be proposed in writing and a copy thereof must be presented to each sitting Central Region District Governor, who's District is a member in good-standing, at least thirty (30) days before the meeting/email at which it is moved for adoption.

Section 3: Notice of any approved revision/amendments shall be mailed or emailed to each sitting District Governor of the Central Region whether or not the district is a member in good-standing. A district not in good-standing has no vote, yet the approved revised policy and procedures is still provided so they are aware of such revisions, and also to the headquarters of the American Advertising Federation no more than two (2) weeks after it has been voted upon.