

COMMITTEE OPERATING GUIDELINES

These Guidelines shall apply to all standing committees, ad hoc committees, task forces and councils of RIMS, except to the extent pre-empted by RIMS Constitution & Bylaws or the individual entities' mandates.

Guidelines for the Chair and Vice Chair

- The Committee Chair is the leader of the committee. As leader, the Chair is responsible to guide the committee in its work as outlined in the Committee Mandate and as directed by the Board of Directors (BOD).
- The Committee Chair will facilitate all committee meetings. In the absence of the Chair, the Vice Chair will facilitate committee meetings.
- The Committee Chair is the primary communication link with staff concerning the activities of the committee.
- Committee Chairs have an opportunity to increase their leadership skills and must be allowed to lead and run their committees.
- Committee Chairs will mentor their Vice Chairs to improve their leadership skills.
- To communicate with the BOD, the Committee Chair will go through the committee's Portfolio Director(s).
- The Chair and Vice Chair will complete tasks as assigned to them without delegating them to other committee members or staff.
- The Chair will work with the Staff Liaison to develop the committee budget for the following year in conjunction with the Portfolio Director(s).
- The Chair and the Vice Chair of the committee should not speak to the press/media on behalf of the committee or RIMS unless authorized by RIMS Public Relations staff. All media inquiries are to go through RIMS Public Relations staff.

The Committee Chair (or in his/her absence the Vice Chair) will:

- work with the Staff Liaison to develop meeting agendas and ensure that committee work is done between meetings.
- copy the Staff Liaison on all committee correspondence, with a courtesy copy to the Portfolio Director(s).
- approve committee minutes prior to distribution.
- approve all committee-driven action items prior to submission to Portfolio Director(s) for BOD consideration.
- act as facilitator:
 - start and end meetings on time.
 - Establish mutual ground rules (for example, no cell phones interruptions, periodic breaks).
 - initiate and lead discussion:
 - ask open-ended questions to elicit dialogue.
 - treat all opinions respectfully, foster the same among the members.
 - make sure points are clarified and periodically summarized.
 - seek consensus.
 - be cognizant of those committee members not participating and engage them in the discussion.
 - be cognizant of those members that dominate the discussions and disengage them.
 - observe body language during in-person meetings, and recognize when members may be "shutting down."
 - pose a point or counterpoint without controlling the meeting.
 - keep topics on track:
 - designate and utilize a committee member as timekeeper to help ensure such.
 - keep group focused.

- make sure Staff Liaison or designee is taking minutes documenting the discussion.
- review action items, assignments and set deadlines for completion at the end of the meeting.
- follow the guidelines for member participation, where applicable.

Guidelines for Member Participation

A committee member will:

- report to the Committee Chair.
- actively participate in the work of the committee.
- be accessible to staff and other committee members.
- be knowledgeable about RIMS.
- work within the scope of the committee's mandate and RIMS policy.
- read required materials in advance of meetings.
- attend required meetings. If 2 meetings, whether in person or by conference call, are missed, the member may be requested to leave the committee.
- notify the Chair and Staff Liaison immediately if circumstances prevent participation on the committee.
- work as part of a team toward fulfilling the committee's goals.
- complete tasks as assigned by Committee Chair without delegating them to other committee members or staff.
- respond to requests by other committee members and the Staff Liaison in a timely manner.
- meet deadlines.
- act appropriately at meetings.
- treat others with respect.
- not speak to the press/media on behalf of the committee or RIMS unless authorized by RIMS Public Relations staff. All media inquiries are to go through RIMS Public Relations staff.
- Disclose conflicts of interest as defined and required by RIMS policy.

Guidelines for the Portfolio Director(s)

The Portfolio Director is an ex-officio member of a committee. The Portfolio Director is not required to attend committee meetings unless requested by the Committee Chair; however, he/she may frequently do so in order to guide and assist the committee and to be informed about the affairs of the committee.

The Portfolio Director will:

- communicate to the Chair RIMS strategic direction and goals.
- propose agenda items for consideration by the committee as needed in order to carry out the work of the BOD and RIMS.
- work with the Chair to strengthen his or her skills, including leadership, budgeting, marketing and meeting management.
- evaluate the strengths, weaknesses and performance of the Chair.
- mentor the Chair for further leadership opportunities within RIMS.
- review for approval action and discussion items prepared for BOD and House of Delegates meetings.
- bring to the BOD action items, discussion items and requests for exceptions to the Guidelines for Standing Committee Appointments.
- ensure appropriate involvement from new members.
- ensure succession planning for Committee Chair/Vice Chair positions.
- resolve issues between the committee and other RIMS constituent groups.

Guidelines for the Staff Liaison

RIMS Executive Director appoints each committee Staff Liaison. The Staff Liaison serves as a resource to the committee. This includes a number of tasks, including advising the committee and

Portfolio Director(s) as appropriate on RIMS and committee-related issues, developing informational materials for the committee, assisting in the preparation for meetings, developing recommendations for committee consideration, and serving as a primary communications point with other Staff Liaisons. The Staff Liaison reports to the designated person within RIMS staff. Any differences that arise regarding the Staff Liaison should be brought to the attention of the Executive Director. Because the Staff Liaison may work in multiple functions of RIMS, work direction coming from the committee will be coordinated with the Executive Director to ensure that human and financial resources are being effectively and efficiently utilized.

The Staff Liaison will:

- be familiar with all aspects of the committee's work.
- be familiar with RIMS policies and procedures.
- be knowledgeable of BOD's direction as it pertains to the committee's activities.
- ensure that Committee Chair is apprised of the BOD's direction, in conjunction with Portfolio Director(s).
- maintain contact with the Chair and the committee members.
- provide orientation and standard handout documents to new volunteers. (See below.)
- ensure that all committee members are members of RIMS. This should be done prior to allowing someone to begin serving. In the case of a task force or council, non-members may be allowed to participate with the approval of the Portfolio Director(s).
- ensure that the committee meets deadlines and maintains the integrity of its role.
- assist the Chair in preparing the meeting agendas.
- ensure that meeting minutes are written and distributed according to the guidelines below.
- draft action items or discussion items on behalf of the committee for BOD consideration. Must send the item(s) to the Chair, the Portfolio Director and the Executive Director for approval prior to submission.
- provide to the Chair and EC Liaison Budget Project Forms and/or the New Project Proposal Forms for review and dialogue in advance of the budget meeting.
- distribute certificates and/or plaques to those committee members leaving the committee at the end of their term(s).

Handouts for New Committee Members

The following are the standard set of handouts that should be sent to all new committee members one month prior to the committee term (usually May 1 – April 30).

- Welcome Letter from Chair - includes brief description of committee, invitation to attend the committee meeting at the Annual Conference if appropriate, may contain the name of a member of the committee who can act as a mentor. Copy RIMS Membership & Chapter Services Manager on letter sent to volunteer.
- Roster of Committee Members.
- Committee Description & Mandate.
- Guidelines for Standing Committee Appointments.
- Committee Operating Guidelines.
- Meeting Minutes for the past year.
- Miscellaneous information that is pertinent to the committee, such as a brief description of current projects.
- Calendar of future meeting dates , if available.
- RIMS Travel & Expense Policy, as appropriate.

Committee Meeting Guidelines

Selecting Meeting Dates

Chair and Staff Liaison will:

- select meeting dates and venue in consideration of committee members schedule and location.
- encourage committee members to arrive on time and stay until the conclusion of the meeting.

- consider budget and logistics when determining whether to schedule in person meetings or conference calls, in conjunction with other meetings.

Developing the Agenda and Meeting Structure

- Establish goals and purpose of the meeting.
- Chair, Vice Chair and Staff Liaison should develop meeting agenda to support such goals.
- Give committee members the opportunity to add agenda items.
- The agenda will set the tone of the meeting, so organize it such that it logically takes the group through the steps of the meeting and maintains productivity.
- Start the meeting with the strongest topics.
- Do not schedule difficult topics back to back.
- Include agenda topics that will create unity among the committee.
- Indicate which agenda items are discussion items or require action:
 - Send action items out prior to the meeting.
- Include breaks approximately every two hours:
 - Breaks should follow extensive agenda items.
- Provide sufficient time for each agenda item:
 - Set time limits for topics.
 - Designate one committee member as time keeper.
 - Prepare to establish small task groups if agenda items run over.
- Provide background information on agenda items that may have been carried over from previous meetings or require an explanation.
- Leave time at end of agenda for brainstorming or as a forum for committee to discuss items freely.
- Establish time and action plan for projects and follow-up.
- Close meeting with review of meeting accomplishments.
- Provide complete agenda with complete meeting details in advance of the meeting:
 - beginning and end times;
 - location;
 - committee roster; and
 - last meetings' minutes.

Guidelines for Minute Approval and Circulation

- The Staff Liaison is responsible for ensuring that minutes are taken and distributed.
- Minutes should be concise, clear and to the point.
- The minutes and follow-up document should be e-mailed to the Chair and Vice Chair for approval no more than 21 days after the meeting date.
- The minutes should be e-mailed to the entire committee within 30 days of the meeting.
- The entire committee has two weeks to send back their changes and edits to the Staff Liaison and Chair. At the end of those two weeks the final minutes should be e-mailed out to all Staff Liaisons and the BOD.
- Staff Liaison should immediately e-mail any meeting minutes he or she receives to Committee Chair(s) and Vice Chair(s) as an information item.

Procedure for Updating E-mail Distribution List

- The Staff Liaison will be the person primarily responsible for making sure that all committee rosters and e-mail distribution lists are current.
- The Staff Liaison will inform the Records Management Department and Help Desk of all email and distribution list address changes, additions and deletions as soon as notified.
- The Staff Liaison will distribute the revised committee roster to the committee promptly after notification of any changes.

Expenses for Committee Members

RIMS encourages the participation of its members in committee activity. Such activity furthers the goals of the Society and its member companies, as well as the professional development of its deputies. As such, it is expected that the member companies will bear the expense of its deputies that serve on committees. However, it is recognized that this is not always feasible. As part of its Travel Policy, RIMS states that:

“It is the policy of RIMS to reimburse such expenses only if: (a) such expense will not be reimbursed by the volunteer’s or non-staff individual’s employer, (b) the expense cannot be avoided or reduced by scheduling the meeting or assignment at another time or place (i.e., during the Society’s Annual Conference), and (c) the expense is essential to the carrying out of the volunteer’s assignment and is approved by the appropriate Vice President, President, Treasurer or staff member, as may be required.

Expenses should be reasonable, commensurate with the nature of the business assignment, the capacity in which the volunteer non-staff individual represents the Society and within the guidelines set forth in this policy statement. In all cases, those who incur expense on behalf of RIMS shall operate so as to keep the Society’s expense to a minimum. All expense reports should be submitted in a timely manner. RIMS reserves the right not to reimburse the expense if the report is submitted more than 90 days after the expense is incurred.”

Any committee member should discuss with the Chair and Staff Liaison the need for travel reimbursement. The committee member and Chair, upon agreeing to the commitment expected from the member, should apply to the Portfolio Director(s) for consideration of financial support for committee involvement and inclusion in the committee budget where possible. The Portfolio Director(s), Staff Liaison and committee member will agree upon the amount of support available, in accordance with the RIMS Travel & Business Expense Policy for Volunteers and Vendors. The Staff Liaison will approve specific travel arrangements in advance. The Executive Director must approve in advance any travel above the amount agreed upon.

RIMS does not reimburse travel expenses for meetings at the RIMS Annual Conference & Exhibition.

Sexual Harassment

The following language appears in RIMS Employee Handbook. While RIMS committee members are not the employers of RIMS staff, their interaction with staff is a required component of the staff members’ jobs. It is also important to be aware of appropriate behavior when dealing with other RIMS members, students, guests and vendors.

Applicable law defines sexual harassment as unwanted sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature when: (1) submission to the conduct is made a term or condition of employment; or (2) submission to or rejection of the conduct is used as basis for employment decisions affecting the individual; or (3) the conduct has the purpose or effect of unreasonably interfering with the Employee’s work performance or creating an intimidating, hostile, or offensive working environment. This definition includes many forms of offensive behavior. The following is a partial list of conduct that may constitute sexual harassment:

- a. Unwanted sexual advances;
- b. Offering employment benefits in exchange for sexual favors;
- c. Making or threatening reprisals after a negative response to sexual advances;

- d. Visual conduct such as leering, making sexual gestures, or displaying sexually suggestive objects, pictures, cartoons, or posters;
- e. Verbal conduct such as making or using derogatory comments, epithets, slurs, sexually explicit jokes, or comments about any Employee's body or dress;
- f. Verbal sexual advances or propositions;
- g. Verbal abuse of a sexual nature, graphic verbal commentary about an individual's body, sexually degrading words to describe an individual, or suggestive or obscene letters, notes, or invitations;
- h. Physical conduct such as touching, assault, or impeding or blocking movements; and
- i. Retaliation for reporting harassment or threatening to report harassment.

It is unlawful for males to sexually harass females or other males, and for females to sexually harass males or other females. Sexual harassment on the job is unlawful whether it involves co-worker harassment, harassment by a Department Director, or harassment by persons doing business with or for RIMS.

As volunteers of RIMS, you should be aware that RIMS must maintain a hostile free work environment for its Employees. Therefore we ask that you be cognizant of your behavior, language or jokes, whether delivered in person or via electronic means that might be perceived as unlawful harassment or as inappropriate behavior.

Issues involving the above should be brought immediately to the attention of the Executive Director, President or Employee Hotline at 1-888-279-8004.

Diversity Statement

RIMS is committed to the promotion of diversity in all aspects of its mission and objectives. RIMS defines diversity as the consideration of representation in policy, governance, management and operations from all relevant demographic categories including, without limitation, gender, age, ethnicity, race, nationality, sexual orientation and physical challenge. It is RIMS goal to serve as a role model for diversity by endeavoring to reflect the demographics of the global community in its leadership, staff, committees and membership.

Conflict of Interest and Ethics Policy for RIMS Committee Members and Other Volunteers

Those who choose to serve as committee members, or any other volunteers, of RIMS, are held to the highest standards of conduct. These individuals assume an obligation to subordinate individual interests to the interests of RIMS. The purpose of this policy is to help inform these individuals about what constitutes a conflict of interest or unethical behavior, assist them in identifying and disclosing actual and potential conflicts or unethical behavior, and help ensure the avoidance of conflicts of interest or unethical behavior where necessary.

Those who serve RIMS must do so without personal gain, without regard to personal relationships and without financial gain to their employers, and must behave in such a way so as to enhance member and public trust and confidence in RIMS. These individuals must avoid any real conflicts of interest or improprieties, as well as even the appearance of any conflicts of interest or improprieties. This may lead to a level of conduct beyond that appropriate for circumstances outside RIMS.

The key elements of this policy are the disclosure of circumstances which may give rise to a conflict or impropriety or unethical behavior, the physical absence and non-participation in the decision making process that might lead to a potential conflict or impropriety or unethical behavior, and the commitment to honor the confidentiality of organizational information.

Under no circumstances shall any member of RIMS Board of Directors, Standing or Ad Hoc Committees, Councils or task forces participate in the evaluation or approval by RIMS of any contractual arrangement of which RIMS may become a party, if such individual, or such individual's employer, would benefit financially, either directly or indirectly, from RIMS becoming a party to such agreement.

All actual and potential conflicts of interest or unethical behavior shall be disclosed by such individuals covered hereunder to RIMS Executive Committee through an annual disclosure form and whenever a conflict or unethical behavior arises. The disinterested members of the Executive Committee shall make a determination as to whether a conflict exists or unethical behavior has occurred, and what subsequent action is appropriate (if any). RIMS Executive Committee shall inform the Board of Directors of such determination and action. The Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.

On an annual basis, all Board, committee, council and task force members shall be provided with a copy of this policy and be required to complete and sign the acknowledgement and disclosure form below. All completed forms shall be provided to and reviewed by RIMS Executive Committee, as well as all other information provided by such individuals.

**Risk and Insurance Management Society, Inc.
Conflict of Interest and Ethics Policy**

Acknowledgement and Disclosure Form

I have read RIMS Conflict of Interest and Ethics Policy and agree to comply fully with its terms and conditions at all times during my service as a member of RIMS Board of Directors, Committee, Council or Task Force, as the case may be. If at any time following the submission of this form I become aware of any actual or potential conflict of interest or unethical behavior, or if the information provided below becomes inaccurate or incomplete, I will promptly notify RIMS President in writing.

Disclosure of Actual or Potential Conflict of Interest or unethical behavior:

Name:

RIMS Affiliation:

Date: