

**Policies and Procedures of
Indivisible Tucson Action Alliance Inc. (ITAA)
Adopted by the Board of Directors on April 1, 2022**

I. CODE OF CONDUCT

Associates as defined in Article II Section 3 of the ITAA Bylaws filed on 3/24/2022 (Bylaws) and Directors as defined in Article IV Section 1 of the Bylaws are governed by the following Code of Conduct:

- A. Respect the privacy of all Associates and Directors
- B. Be patient
- C. Be respectful
- D. Be welcoming
- E. Abide by the rules posted on ITAA social media and internet web pages.

II. BOARD MEMBERSHIP AND VOTING RIGHTS

- A. The Board shall not exceed 8 members unless the Directors determine that additional members should be added. In no event shall the members exceed 12 which is the number provided for in Article IV Section 3 of the Bylaws.
- B. Pursuant to Article IV Section 1 of the Bylaws the Board shall consist of the Officers listed in Article V Section 1 of the Bylaws (Chair, Vice-Chair and Treasurer).
- C. In addition, the Board may consist of up to 5 other people in charge of ITAA teams that are making a significant and lasting contribution to ITAA as determined at the Annual Meeting or such other date determined by the Board.
- D. Leaders of temporary teams may attend Board meetings while a temporary team is active.
- E. Only Board members defined in sections B and C shall be entitled to vote at Board meetings.

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III. BOARD OF DIRECTORS MEETING PROCEDURES

- A. Regular meetings will be held at 3 pm on the last Monday of every month or another date and time agreed to by a majority of the Board at a location designated by the Chair.
- B. The Chair of the Board or his or her designee will prepare a written summary of each meeting and circulate it to the Directors for comments, suggestions, or corrections within 5 days of the date of the meeting.
- C. The Chair's written summary of the Board's meetings shall be made available to the Associates upon a request made to the Chair in writing or by electronic communication.
- D. Associates may have a matter considered at a Board meeting by sending a written or electronic request to the Chair 5 business days before a scheduled meeting. Associates who submit such a request may attend the meeting during the time period that their request is being discussed.

IV. ANNUAL REVIEW OF MISSION STATEMENT AND STRATEGIC PLAN

The Board shall review ITAA's Mission Statement and Strategic Plan once a year. Any changes to either the Mission Statement or the Strategic Plan shall be presented to the Associates at a scheduled ITAA meeting.

V. FINANCIAL ACCOUNTS

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The Treasurer and at least one other Director designated by the Board will have access to any ITAA bank accounts, debit cards or other financial accounts.

VI. RESPONSIBILITY TO MAINTAIN CORPORATE GOOD STANDING

A. ARIZONA CORPORATION COMMISSION

It shall be the responsibility of the Board to ensure that ITAA maintains good standing with the Arizona Corporation Commission (ACC), including filing of timely annual reports.

B. TAX REPORTING

The Board shall ensure that timely returns are filed with appropriate tax authorities.