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Operating Rules

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<http://www.pria.us>

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1. Property Records Industry Association's Mission & Values

The Public Records Industry Association's (PRIA) mission is to develop and promote national standards and best practices for the property records industry, including: technology standards, implementation guides, white papers, best practices, model legislation, and informational resources. PRIA further promotes the following values and incorporates all such values into these Rules. PRIA promotes (1) respect and open-mindedness amongst its members; (2) attentiveness to members and industry needs; (3) pursuit of opportunities; (4) solving for challenges; (5) collaboration by providing a culture for participation and sharing; and, (6) commitment to creating and publishing consensus-based results.

2. Adoption in Accordance with Bylaws; Attendance of Directors; Terms

- 2.1 *Authority.* These operating rules (the "Rules") are adopted by the Board of Directors (the "Board") as required under Article IV of the Bylaws of the PRIA (the "Bylaws"). The Rules carry out the purpose and objectives of the Association, as set forth in Article II of the Bylaws, and are binding on and benefit all members of PRIA as identified in Article III of the Bylaws (each, a "Member"). Any reference to a Rule shall be construed to include a reference to all of its constituent parts, if any.
- 2.2 *Attendance of Directors.* Members of the Board are expected to possess the highest personal and professional ethics, and demonstrate a willingness to devote the required time to the duties and responsibilities of Board membership. To properly discharge such responsibilities, directors should attend all board meetings. Additionally, prior to each board meeting, directors are expected to review the materials provided to them which relate to items on the agenda for that meeting. A director who cannot attend a board meeting may be excused by notifying the Association's Chief Staff Officer prior to the board meeting. Board members whose unexcused absences exceed four in any 12-month period may be subject to removal.
- 2.3 It is generally PRIA's practice for board members to serve three consecutive two-year terms (six consecutive years).

3. Officers and Executive Board

- 3.1 *President.* It is generally PRIA's practice for a president to serve for two consecutive one-year terms. Further, it is generally PRIA's practice for the president and vice president to represent alternately the government and business sectors.
- 3.2 *Vice President.* It is generally PRIA's practice for a vice president to move from vice president to president once the sitting president has served two consecutive one-year terms.
- 3.3 *Secretary and Treasurer.* It is generally PRIA's practice to have Board members serve a one-year term as secretary or treasurer in order to broaden the executive experience of Board members.
- 3.4 *Executive Board.* The four officers and the immediate past president, who is still a PRIA member, typically constitute PRIA's executive board for discussions and action items that may be needed between regularly scheduled board meetings.

4. Committee Rules

The Board establishes committees it deems necessary and proper. Unless the motion creating the committee states otherwise, the following rules shall govern the committee:

- 4.1 *Function.* The function of a committee is to further the mission of the Association, and, when appropriate, comment and recommend alterations to achieve the PRIA's mission through the committee's area of responsibility or expertise. The committee shall keep the Board apprised of developments within its area of responsibility or expertise.
- 4.2 *Leadership*
 - 4.2.1 *Liaison.* Each committee shall have at least one Board member liaison ("Liaison") who shall be appointed by the President. The Liaison shall provide advice or assistance to the co-chairs.
 - 4.2.2 *Co-chair.* Each committee should have two co-chairs to coordinate the committee's tasks. The President shall appoint, in consultation with the Board, the co-chairs of each committee. One co-chair shall be a government Member and the other co-chair shall be a business

Member. Duties of the committee co-chairs include, but are not limited to:

- 4.2.2.1 Facilitate meetings;
- 4.2.2.2 Suggest meeting agendas;
- 4.2.2.3 Keep the discussion on topic, monitor comments and raise issues that should be addressed;
- 4.2.2.4 Take notes during meetings (may be delegated to a scrivener), and ensure that meeting notes are transmitted to the Association's Chief Staff Officer;
- 4.2.2.5 Maintain up-to-date lists of the members of the committee (may be delegated to the Association's Chief Staff Officer);
- 4.2.2.6 Draft web page content to be uploaded by the Association's Chief Staff Officer; and
- 4.2.2.7 Report monthly to the Board, as necessary.

4.3 *Meetings*

- 4.3.1 Committees shall follow a meeting structure and process that assures procedural fairness and efficient conduct of meetings. Each Member agreed to the Intellectual Property Rights and Antitrust Policy Statement when joining PRIA. Notes and work products will be shared via one or more commonly accepted forms of electronic communications.
- 4.3.2 To allow for proper planning, the Committee Co-chairs must give reasonable advance notice regarding the date and location of a meeting. Shorter notice for a meeting is allowed provided that there are no objections from the committee's members.

5. **Committees**

5.1 Committees shall include, but shall not be limited to, the following:

- 5.1.1. *Governance Committee.* The Governance Committee shall be responsible for general administrative functions of the association. Four of the Governance Committee's project teams are outlined below and these four project teams shall not be dissolved.

- 5.1.1.2. *Financial Oversight.* The Financial Oversight project team shall review the financial affairs of PRIA on at least a yearly basis. The Vice President shall chair the Financial Oversight project team and there shall be at least two Regular members who are not Board members. The Treasurer shall not be a member of the financial oversight project team, but shall make all records available and comply with any requests for information. The Financial Oversight project team shall report to the Board when making recommendations based upon its findings.
- 5.1.1.3 *Budget.* The Budget project team shall prepare and present an annual budget to the Board for its consideration by no later than the annual meeting. The Treasurer shall chair the Budget project team and there shall be at least two Regular members who are not Board members.
- 5.1.1.4 *Bylaws.* The Bylaws project team shall review the Bylaws and the Operating Rules on an alternating annual basis. When reviewing these documents, the Bylaws Committee may recommend changes, additions or deletions as it deems appropriate. Any Regular member may at any time request in writing that the Bylaws project team examine a particular provision for suggested change or modification. The Bylaws project team shall respond to the member's request within 45 days. The Secretary shall chair the Bylaws project team and there shall be at least two Regular members who are not Board members.
- 5.1.1.5 *Nominating.* The Nominating project team shall call for nominations from the Regular Members at least 60 days before the annual meeting. At least 45 days before the annual meeting, it shall submit to the Secretary a slate of qualified candidates. After receiving notification of qualified candidates, the Secretary shall advise the Board and the voting members of the qualified candidates. No member of the Nominating Committee shall be a candidate for director in the election next to be held. The Nominating Committee shall have such other duties as may be established by the Board. The Vice President shall chair the

Nominating project team and there shall be at least two Regular members who are not Board members.

- 5.2 *Education Committee.* The Education Committee shall focus on webinars, conferences, promoting the adoption of finished products and Property Records Education Partners (PREP).
- 5.3 *Standards and Best Practices Committee.* The Standards and Best Practices Committee shall focus on product development such as background papers, best practices, model legislation, standards, supplements, videos and white papers.
- 5.4 *Membership Committee.* The Membership Committee shall focus on recruitment, retention, renewals, participation and volunteers.
- 5.5 *Participation in Committee or project team.* Subject to the limitations in Article III of the Bylaws, a Regular or Associate Member may participate in any committee or project team. A Limited Access Member may participate in any committee or project team as defined by this membership category. Subject Matter Experts may be invited to provide a project team with intellectual resources on a specific topic for a limited period of time, but shall have no vote.
- 5.6 *Regular Member Vote in Committee or project team.* Subject to the limitations in Article III of the Bylaws, a Regular Member (whether an organization or an individual) shall have one vote in each committee or project team in which it actively participates.
- 5.7 *Associate Member Vote in Committee or project team.* Subject to the limitations in Article III of the Bylaws, an Associate Member (whether an organization or an individual) shall have one vote in each committee or project team in which it actively participates, as long as a Regular Member from that organization does not vote in the same committee or project team.

6. Project teams

- 6.1 *Function.* The function of a project team is to produce work product(s). Any such work product must be within the scope of PRIA's mission. The work product's development, publication, distribution and use shall be subject to these Rules.

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- 6.2 *Formation.* A project team may be proposed by any Regular Member. The project team's activities must align with an existing PRIA committee and must be approved by the Board. A Project Request Form (see hyperlink on the Appendices chart) must be completed and submitted for approval.
- 6.2.1 *Leadership.* Each project team should have two co-chairs to coordinate the project team's tasks. The President shall appoint the co-chairs of each project team with one co-chair being a government Member and the other co-chair being a business Member.
- 6.2.2 *Duties and Responsibilities.* A project team should develop work products to support its function(s). Duties of the project team co-chairs include, but are not limited to:
- 6.2.2.1 Facilitate meetings;
 - 6.2.2.2 Suggest meeting agendas;
 - 6.2.2.3 Keep the discussion on topic, monitor comments and raise issues that should be addressed;
 - 6.2.2.4 Take notes during meetings (may be delegated to a scrivener), and ensure that meeting notes are transmitted to the Association's Chief Staff Officer;
 - 6.2.2.5 Maintain up-to-date lists of the participants of the project team based on membership rules (may be delegated to the Association's Chief Staff Officer);
 - 6.2.2.6 Approve presentations in accordance with Operating Rule 12; and
 - 6.2.2.7 Report as needed to the Board.
- 6.3 *Meetings*
- 6.3.1 Meetings must be held periodically either face-to-face or by conference telephone or other communications means by which all persons participating in the meeting can communicate with each other at the same time.
- 6.3.2 Meeting announcements should be sent to all appropriate project team members.

- 6.3.3 To allow for proper planning, the project team co-chairs must give reasonable, advance notice regarding the date and location of a meeting. Shorter notice for a meeting is allowed provided that there are no objections from the project team's participants.
- 6.4 *Dissolution of a project team.* Except as set forth in these Operating Rules, when a project team completes its assigned work product, the project team shall be dissolved by the Board.

7. Alliances

- 7.1 From time to time, the Board may identify other property industry related groups with which it wishes to associate. The Board shall adopt a resolution approving such an alliance and specifying mutually supportive terms. The Board may identify a person representing the organization, may waive annual dues for that organization if the organization waives dues for PRIA in a similar fashion, and may waive registration fees for a PRIA event(s) if similar event registration fees are waived for the organization's event(s).
- 7.2 A project team working on a work product shall coordinate its efforts with other industry standard-setting bodies. Each presentation, proposal, work product or other deliverable submitted by any such other body or its representative (if such other body or representative is not a Member) shall be deemed a PRIA intellectual property "contribution." Such contributions shall be submitted in accordance with the terms of a license and release signed by any such non-Member prior to the provision of such a contribution, which release and license shall substantially conform to PRIA's intellectual property terms set forth in its Member's agreement.
- 7.2.1 Upon the recommendation of the co-chairs of any project team, the Board may approve a work product alliance with a related standard-setting body identified by the project team co-chairs. If the Board approves such an alliance, the terms of the alliance and the person representing the industry standard-setting body shall be specified in the Board's resolution approving the alliance.
- 7.2.2 If the Board has approved such an alliance, the Board may waive any dues for that fiscal year, provided that the Board may not waive dues unless the other organization waives its dues in a similar fashion for PRIA designees. In addition to the waiver of dues, the President may waive any registration fee for any one or more PRIA events, provided that the President may not waive registration fees unless the other organization waives its registration fees for PRIA designees. Waivers of dues and registration fees, if granted, shall not exceed the same

number of waivers the alliance organization has granted or will grant to PRIA designees.

7.2.3 If the Board has approved such an alliance, the other organization shall complete and submit an initial PRIA membership application form and attach a cover letter from the organization's leadership appointing the person named in the membership application as the organization's liaison. Each year thereafter, in lieu of a membership application or renewal form, the PRIA President, or the Association's Chief Staff Officer on behalf of the President, shall send a letter requesting that the organization submit a letter specifying the name of the person who will be the organization's liaison for the coming year.

8. Work Products

8.1 *Work Products.* PRIA work products shall include but not be limited to:

- 8.1.1** *Background Paper.* A document providing relevant facts and information on a specific standard, topic, issue, technology, legislation, statute, decision, development, policy or practice that is of interest to the property records industry.
- 8.1.2** *Best Practice.* A method or technique that has consistently shown results superior to those achieved with other means. A "best" practice can evolve as experience and research develop. A practice is used to maintain quality as an alternative to mandatory legislated standards and can be based on self-assessment and benchmarking.
- 8.1.3** *Model Legislation.* A text that is meant to serve as a guide for subsequent legislation. Not usually meant to be enacted exactly as it is written, it is provided for the various legislatures to create their own law.
- 8.1.4** *Standard.* A standard is a work product established by consensus that provides rules, guidelines or characteristics for activities or their results.
- 8.1.5** *Supplement.* Additional information based on or relating to an existing Work Product, produced for the benefit of the property records industry.

8.1.6 *Video.* An audiovisual presentation, delivered online or via other media, intended to inform and educate an audience. A video may fulfill the purposes of a White Paper, Standard, Best Practice or Supplement.

8.1.7 *White Paper.* An authoritative report or guide helping readers to understand an issue, solve a problem or make a decision. It may take a position, as well as include proposals for future work products.

8.2 *Draft Documents*

8.2.1 Work products not yet approved by the Board are “Draft” documents.

8.2.2 “Draft” documents shall have the word DRAFT watermarked on each page of the document. If watermarks are not used, then each page must bear the DRAFT designation in either the header or footer.

8.2.3 All “Draft” documents shall contain the PRIA copyright notice and evaluation license in Appendix B (see hyperlink on the Appendices chart).

8.3 *Final Documents*

8.3.1 Work products approved by the board are “Final” documents.

8.3.2 All “Final” documents shall contain the PRIA copyright notice and evaluation license in Appendix C.

8.3.3 The process and checklist by which a work product becomes approved are set forth in Appendix D (see hyperlink on the Appendices chart).

9. **Intellectual Property Rights Policy**

PRIA shall take such steps as are appropriate to disseminate to the public the recommended work products that it develops. The Board, consistent with the objective of making recommended work products available as widely as possible, may protect the intellectual property rights of such work products. Members shall agree to abide by the Intellectual Property Rights annually as part of membership.

10. Antitrust Policy

PRIA establishes the following policy to ensure compliance with antitrust laws, both federal and state. This policy applies to all PRIA meetings, including those of any committee or project team, and, where appropriate, informal discussions among PRIA Members. This policy is not intended to restrict discussion; but is intended to make it clear that the market activities of PRIA Members are not appropriate topics for discussion. Members shall agree to abide by the Antitrust Policy annually as part of membership.

11. Announcement of PRIA Policies

11.1 Before every meeting, regardless of format, where PRIA business is to be discussed, the following announcement shall be made:

“This meeting is governed by the PRIA Intellectual Property Rights Policy and the PRIA Antitrust Policy. Each Member agreed to abide by these policies when they submitted a membership application. Thus you have already agreed to abide by these policies. Any questions should be emailed to coordinator@pria.us.”

11.2 The required announcement shall be made by at least one of the following methods:

11.2.1 By placing the announcement on the written agenda for the meeting and supplying the agenda to every attendee;

11.2.2 By the meeting facilitator reading the announcement aloud at the beginning of the meeting; or

11.2.3 By placing the announcement on a sign-in sheet utilized to document attendance at a meeting and ensuring that each attendee signs or initials the sign-in sheet.

12. Presentations

12.1 *Background.* PRIA respects the rights of all its Members. The objectives of the organization favor free exchange of ideas, practices, procedures, and systems for the development of national standards and the overall enhancement of the property records industry. All Members are regarded as equals, and none given an unfair advantage, whether perceived or actual. To prevent any type of unfair advantage, the following rules shall govern all presentations by Members and at PRIA meetings. The following rules address presentations using whatever methodology is being employed in the presentation.

12.2 *Presentations to the PRIA Membership*

- 12.2.1 Presentations to the PRIA Membership shall be made only under the sponsorship of a PRIA committee or project team. The PRIA President may, in the President's sole discretion, waive this requirement.
- 12.2.2 Presentation Limitations
 - 12.2.2.1 Presenters may utilize their organization or company logo(s) or other graphical design(s) identifying their organization or company only on the last slide of the presentation.
 - 12.2.2.2 The last slide may also display the presenter's name, contact information, and any other organization or company information.
 - 12.2.2.3 The first slide of the presentation is limited to the title of the presentation, the presenter's name, and other information (such as date and location) specific to the PRIA meeting where the presentation is being given.
 - 12.2.2.4 Logos or other graphical designs representing entities other than the presenter may be used on any slide so long as the owner of the logo or other graphical design has given permission for the presenter to do so.
- 12.2.3 The presentation must be educational in nature. The presentation may not be utilized for the promotion of a person, company, product, or service.
- 12.2.4 "Case studies" utilizing a service or product of the presenter may be used in presentations; however, discussion shall be limited to the following aspects of the case study:
 - 12.2.4.1 What the problem or issue was;
 - 12.2.4.2 How that problem or issue was addressed;
 - 12.2.4.3 What the expected benefits were;
 - 12.2.4.4 What benefits were actually realized;
 - 12.2.4.5 What difficulties were encountered, and how they were overcome; and
 - 12.2.4.6 What "works" or does not "work."
- 12.2.5 Presentations must comply with the PRIA Antitrust Policy.
- 12.2.6 Presentations utilizing presentation software shall use the presentation theme specified by the Membership Committee.

- 12.2.7 All presentations must be submitted to one of the co-chairs of the sponsoring committee or project team for approval. The co-chair approving the presentation shall ensure compliance with these rules. If the PRIA President has waived the sponsorship requirement of Rule 10.2.1, then the PRIA President or the President's designee shall ensure compliance with these rules.
 - 12.2.8 Once a presentation has been approved in accordance with these Rules, the presentation may not be altered without the consent of the approving co-chair or the PRIA President.
 - 12.2.9 After the presentation has been made, a copy of the presentation shall be supplied to the Association's Chief Staff Officer to be shared with others as appropriate.
- 12.3 *Presentations Representing PRIA to Other Groups*
- 12.3.1 Presentations outside of the PRIA Membership shall be made only under the sponsorship of a PRIA committee or project team. The PRIA President may, in the President's sole discretion, waive this requirement.
 - 12.3.2 Presentations outside of the PRIA Membership by a PRIA Member shall be made only with the permission of the committee's or project team's co-chair in consultation with the PRIA President. Permission requests must be made in advance of the presentation and must include the topic, date, time, and place of the presentation.
 - 12.3.3 After the presentation has been made, a copy of the presentation shall be supplied to the Association's Chief Staff Officer to be shared with others as appropriate.
 - 12.3.4 PRIA Members may utilize the PRIA logo in accordance with Operating Rule 14. Logos or other graphical designs representing entities other than PRIA may be used so long as the owner of the logo or other graphical design has given permission for the presenter to do so.
 - 12.3.5 The presentation must be educational in nature. The presentation may not be utilized for the promotion of a person, company, product, or service. The presentation may not imply or state that PRIA sponsors or endorses any product or service mentioned in the presentation, except that positions officially adopted by the PRIA Board and any final publications approved by the PRIA Board may be identified as authorized or endorsed by PRIA.
 - 12.3.6 Presentations must comply with the PRIA Antitrust Policy.
 - 12.3.7 Presentations utilizing presentation software shall use the

presentation theme specified by the Governance Committee.

13. Compliance Program

13.1 *Interim Policy.* Unless a formal Compliance Program is established, the policy specified in section 13.2 shall govern.

13.2 *PRIA Compliance Policy*

13.2.1 *Introduction.* The Board is aware that some vendors utilize phrases such as “PRIA Compliant” or “compliant with PRIA specifications” in marketing their products. Additionally some jurisdictions are asking vendors to substantiate or verify that their products and services are “PRIA Compliant” or “compliant with PRIA specifications.” Claims and requests such as these are not accurate and can be misleading.

PRIA has not certified any product or service as PRIA compliant, nor has it authorized any other organization to certify products or services as PRIA compliant.

The use of phrases such as “PRIA Compliant” or “compliant with PRIA specifications” increases the likelihood of confusion or of misunderstanding as to the sponsorship, approval, or certification of the goods or services being marketed. Accordingly, vendors utilizing these phrases may have civil and criminal liability for deceptive trade practices under both federal and state laws. Recording jurisdictions requesting such assurances are contributing to the potential civil and criminal liability for the vendors.

13.2.2 *Policy.* It is PRIA’s policy that neither the PRIA name nor logo be used in association with marketing products. PRIA urges all vendors to assess their marketing materials and remove any claims of compliance with PRIA standards, especially for products that claim compliance in an area where PRIA has not yet established a standard. Additionally, PRIA urges all public sector entities advertising or submitting projects or proposals to bid or specification to assess their materials and remove any requirement for compliancy with PRIA standards.

13.2.3 *Safe Harbor.* A vendor wishing to demonstrate and promote their commitment to a PRIA standard may use such phrases as “based on PRIA standards” or “incorporating PRIA standards” (or a specific standard and version reference).

13.2.4 *Member Duties.* Because of the cooperative nature of PRIA, it is incumbent on all PRIA Members to report a violation of this policy

to PRIA's leadership. A report of any violation of this policy should be directed via email to coordinator@pria.us.

14. Logos and Trademarks

14.1 *Logos*

- 14.1.1 A logo is a graphical design that may include text and other design elements.
- 14.1.2 The PRIA logo, including design and color specifics, is hyperlinked at Appendix E.
- 14.1.3 The PREP logo, including design and color specifics, is hyperlinked at Appendix E
- 14.1.4 The PRIA and PREP logos may be licensed by PRIA for use by third parties. By downloading or using the logo(s), you agree to adhere to the rules below.
 - 14.1.4.1 If the PRIA logo is utilized on a web site, the logo must always be an active link to <http://www.pria.us>.
 - 14.1.4.2 If the PREP logo is utilized on a web site, the logo must always be an active link to <http://www.pria.us/i4a/pages/index.cfm?pageid=3311>.
 - 14.1.4.3 The logo must appear by itself, with a minimum spacing (the height of the logo) between each side of the logo and any other graphic or textual elements.
 - 14.1.4.4 Except as provided in these rules, the logo may not be altered in any manner, including proportions, colors, elements, etc., or animate, morph, or otherwise distort its perspective or appearance. Text which is part of the logo may not be separated from the logo.
 - 14.1.4.5 The size of the logo may be altered in accordance with these rules. Logos shall not be reduced to a size so small that all words are not legible.
 - 14.1.4.6 Patterns may not be created with the logo, whether on a web page or in print or other media.
 - 14.1.4.7 Normal usage of the logo will be a horizontal placement on the media. The logo may never be used at an angle. If the logo needs to be used vertically to fit a format, it must be rotated 90 degrees counter-clockwise so that it reads upward not downward.
 - 14.1.4.8 The logo may not be used in a sentence. If a reference to PRIA or PREP is needed in a sentence, it should be in text

only.

- 14.1.4.9 The use of the logo may not be obscene or pornographic, and may not be disparaging, defamatory, or libelous to PRIA, PREP, any of their products, members, or any other person or entity. Links to PRIA or PREP from a web site that is obscene or pornographic, or disparaging, defamatory, or libelous to PRIA, PREP, any of their members, or any of their products is not permitted.
- 14.1.4.10 It is not permissible to directly or indirectly imply PRIA's or PREP's sponsorship, affiliation, or endorsement of any product or service.
- 14.1.4.11 The use of the logo may not infringe any PRIA intellectual property or other rights, may not violate any state or federal laws, and must comply with international intellectual property laws.
- 14.1.4.12 If the logo is utilized on a web site, it is not permissible to create a frame or border environment around PRIA or PREP content.
- 14.1.4.13 The logo may not be used on a background of the same or a similar color as any color in the logo. The logo must always be positioned on a background of sufficient contrast, regardless of color, to be readable and the logo must not appear on a patterned background.
- 14.1.4.14 If the logo is used on a web site, it is permissible to link to, but not to replicate, other PRIA or PREP content.
- 14.1.4.15 It is not permissible to present false or misleading information about PRIA's or PREP's products or services.
- 14.1.4.16 Any reference to PRIA or PREP, their products, and their web sites must comply with PRIA's trademark rules.
- 14.1.4.17 While the logo may be used as provided by these rules, it is not permissible to use any other graphic to link to PRIA's or PREP's web sites.
- 14.1.4.18 These rules do not grant permission to use any other PRIA or PREP trademark. PRIA reserves the right in its sole discretion to terminate or modify permission to display any logo at any time.

14.2 Trademarks

- 14.2.1 PRIA trademarks (but not logos or taglines) may be used to identify PRIA products, services, and programs on packaging, promotional,

and advertising materials, provided the following rules are adhered to:

- 14.2.1.1 PRIA trademarks may not be incorporated or included in a company name, product name, domain name, or in the name of a service.
- 14.2.1.2 A product name may not be confusingly similar to any of PRIA's trademarks.
- 14.2.1.3 The use may not be obscene or pornographic, and may not be disparaging, defamatory, or libelous to PRIA, any of its members, any of its products, or any other person or entity.
- 14.2.1.4 The use may not directly or indirectly imply PRIA's sponsorship, affiliation, or endorsement of a product or service.
- 14.2.1.5 Reference to a PRIA trademark may not be the most prominent visual element on a product or service. A company name and logo, product or service name, and any graphics should be significantly larger than the reference to PRIA's trademark.
- 14.2.1.6 If the use includes references to a PRIA product, the full name of the product must be referenced at the first and most prominent mention, for example, "PRIA® e-Notary DTD™". When referencing any PRIA trademarks, please mark the first and most prominent mention with a ™ or ® as appropriate for the particular mark. Once marked, it is not normally necessary to mark subsequent appearances of the trademark in the piece.
- 14.2.1.7 PRIA's trademarks may not be shortened or abbreviated. Always spell and capitalize PRIA's trademarks exactly as they appear on the PRIA web site.
- 14.2.1.8 The following trademark attribution statement must be included: "[List of marks used, with "PRIA" first, if used, followed by other PRIA marks used, in alphabetical order] are either registered trademarks or trademarks of the Property Records Industry Association in the United States and other countries."

14.2.2 Use of PRIA trademarks in titles of books.

PRIA trademarks may be used in the titles of books, in printed form, that provide information on PRIA products. Publishers of such books need not obtain express permission from PRIA if the use of

PRIA trademarks complies with all of the following rules:

- 14.2.2.1 The PRIA trademarks may not appear larger or more prominent than the rest of the full book title.
 - 14.2.2.2 The PRIA trademarks may not be used in the stylized form used by PRIA, and no PRIA logos or product shots may be used on the book's cover, advertising, promotional material, or otherwise, without express written permission from PRIA.
 - 14.2.2.3 PRIA's trademarks may not be shortened or abbreviated. Always spell and capitalize PRIA's trademarks exactly as they appear on the PRIA web site.
 - 14.2.2.4 The following trademark attribution statement must be included: "[List of marks used, with "PRIA" first, if used, followed by other PRIA marks used, in alphabetical order] are either registered trademarks or trademarks of the Property Records Industry Association in the United States and other countries."
 - 14.2.2.5 A conspicuous disclaimer must be included, preferably on the front or back cover of the book, but at a minimum it must appear on the copyright page of the book and state in all capital letters: THIS PRODUCT IS NOT ENDORSED OR SPONSORED BY THE PROPERTY RECORDS INDUSTRY ASSOCIATION, PUBLISHER OF [INSERT PRIA PRODUCT NAME(S)].
- 14.2.3 All other uses of PRIA trademarks require written permission. If other permission is required, please submit a written request by using the form available at www.pria.us (Appendix F). Please allow two weeks for a request to be processed.

15. Check Signing Policy

- 15.1 Checks for payment of PRIA obligations will be prepared on a weekly basis by the association's management company.
- 15.2 Checks in the amount of \$5,000 or less may have a single account signatory's signature.
- 15.3 Checks for recurring monthly expenses or for which PRIA has a formal contractual obligation, regardless of amount, may have a single account signatory's signature.
- 15.4 All other checks shall have signatures of two account signatories.

- 15.5 Any checks disbursed will be copied (such that the copy shows the signature) and sent electronically to the Treasurer, along with a copy of the invoice being paid.
- 15.6 The Treasurer and the Assistant Treasurer (if one has been appointed) shall be account signatories. The Board may also designate any other person as an account signatory.

16. Bereavement Policy

- 16.1 *Purpose.* To establish a policy for extending condolences for the PRIA leadership that will be consistently applied.
- 16.2 *Definitions.* This policy will apply to the following only:
 - 16.2.1 Board Members, committee or project team co-chairs and volunteers, whether they be sitting or retired;
 - 16.2.2 Immediate family of the above, consisting of: spouse, partner, mother, father, children or siblings.
 - 16.2.3 Industry friends who contributed significantly to PRIA with work group participation, as conference speakers or other.
- 16.3 *Policy*
 - 16.3.1 Current Board Members, committee or project team co-chairs and volunteers: Flowers or a plant sent to the home with card acknowledging sympathy from the PRIA Board of Directors and Staff. If family has requested a charitable donation, in lieu of flowers, a PRIA check for \$100 will be sent to the named charity with a request that acknowledgement be forwarded to family.
 - 16.3.2 Immediate family of current Board Members: Flowers or a plant sent to the home with card acknowledging sympathy from the PRIA Board of Directors and Staff. If family has requested a charitable donation, in lieu of flowers, a PRIA check for \$100 will be sent to the named charity with a request that acknowledgement be forwarded to family.
 - 16.3.3 Immediate family of past presidents: Flowers or a plant sent to the home with card acknowledging sympathy from the PRIA Board of Directors and Staff. If family has requested a charitable donation, in lieu of flowers, a PRIA check for \$100 will be sent to the named charity with a request that acknowledgement be forwarded to family.
 - 16.3.4 Immediate family of committee or project team co-chairs or

volunteer: Sympathy card sent to the home or workplace on behalf of the PRIA Board of Directors and Staff.

16.3.5 Friends of PRIA: Sympathy card sent to the home or workplace on behalf of the PRIA Board of Directors and Staff or charitable donation, in lieu of flowers, not to exceed \$100.

16.3.6 The PRIA staff will automatically enact this policy once they are informed of a death and determine relationship to the PRIA Member.

16.4 The PRIA Board of Directors will have the flexibility to modify this policy based on extenuating circumstances.

17. Prorated Dues Policy

17.1 *Purpose.* To establish a policy for prorating membership dues for new (non-renewal) applicants only.

17.2 *Policy*

17.2.1 From the period beginning with the first quarter (months one, two and three) of the membership year, 100 percent of applicable dues are collected.

17.2.2 From the period beginning with the first day of the second quarter (months four, five and six) of the membership year, 75 percent of applicable dues are collected.

17.2.3 From the period beginning with the first day of third quarter (months seven, eight and nine) of the membership year, 50 percent of applicable dues are collected.

17.2.4 From the period beginning with the first day of the fourth quarter (months 10, 11 and 12) through the date at which dues invoices are issued for the next fiscal year, 25 percent of applicable dues are collected.

17.2.5 If application is made through the PRIA website using a credit card, after the first quarter, dues may be prorated on a daily basis.

17.2.6 If the new Member joins after the date at which dues invoices have been issued for the next fiscal year, the full amount of applicable dues shall be collected and applied to the next fiscal year, with the remainder of the current year's dues being waived.

18. Travel, Expense, & Registration Reimbursement Policy

18.1 Travel Expense & Registration Reimbursement for PRIA Meetings

- 18.1.1 Board members and committee co-chairs are expected to attend all PRIA meetings each year.
 - 18.1.2 It is expected that PRIA Board members and committee co-chairs should be able to plan for attendance at these meetings and that they will not be reimbursed for travel expenses or registration fees.
 - 18.1.3 The waiver of any registration costs and requests for travel assistance must be approved by either the President or the officers as a group.
 - 18.1.4 If an unplanned or unexpected meeting needs to be scheduled, the Board will make a conscious decision on the use of its resources to make attendance possible for as many PRIA Board members and committee co-chairs as need to attend the meeting.
- 18.2 Travel Expense & Registration Reimbursement for non-PRIA Meetings (such as for Speakers Bureau or attendance at industry-related conferences or meetings)
- 18.2.1 Expense Reimbursement Requests and Approval
 - 18.2.1.1 All expense reimbursements or direct payments must be approved by the President or the President's designee. Adequate advance notice should be provided to allow requested expenses to be approved before they have been incurred.
 - 18.2.1.2 Requests for approval of expenses must be submitted to the President or the President's designee by sending an email outlining anticipated expenses.
 - 18.2.1.3 Upon review of the request, the President or the President's designee will either approve or disapprove the request and notify the requestor and the Association's Management Company of the approval status.
 - 18.2.2 Payment of Expenses
 - 18.2.2.1 The requestor must complete an email outlining actual expenses, and attaching receipt images, within 30 days of the expense actually being incurred. Failure to submit documentation may result in the expenses not being paid.
 - 18.2.2.2 The email and supporting receipts are to be submitted to the Association's Management Company. Upon receipt of the supporting receipts and verification that all claimed expenses have been substantiated, the Association's Management Company shall make payment to the requestor.

18.2.3 Reimbursable Expenses are the following:

18.2.3.1 Transportation Expenses:

- 18.2.3.1.1 Reasonable Ground Transportation from the airport to the meeting hotel and back;
 - 18.2.3.1.2 Actual air travel expense (coach class);
 - 18.2.3.1.3 Car rental at the standard rate for a compact class auto within the meeting dates from the airport or requestor's home area to the meeting hotel and back;
 - 18.2.3.1.4 Personal vehicle mileage reimbursement from the requestor's home area to the airport or meeting hotel and back at the prevailing IRS mileage reimbursement rate.
 - 18.2.3.1.5 Other modes of travel (train, boat, etc.) shall be reimbursable based upon standard coach class accommodations or equivalent as determined by the President or the President's designee.
 - 18.2.3.1.6 Parking or mass transit expenses incurred.
- 18.2.3.2 Meal Expenses commensurate with the location.
- 18.2.3.3 Lodging Expenses at the established meeting rate for a single, regular (non-suite) room.
- 18.2.3.4 Membership fees for other organizations in the name of the PRIA organization to further the PRIA mission.
- 18.2.3.5 Meeting attendance fees for other organizations in the name of the PRIA organization to further the PRIA mission.
- 18.2.3.6 Other expenses or exceptions must be pre-approved by the President or the President's designee with input from the Treasurer.

19. Media Policy

19.1 *Purpose.* To establish a policy for managing communication with the membership, publishing items of presumed interest to the membership, and responding to media inquiries.

19.2 *Editorial Content Policy*

19.2.1 *Original PRIA Content*

- 19.2.1.1 Staff-generated content for PRIA newsletters, social media, press releases or other direct communication with the membership will generally avoid content that portrays any current or potential member unfavorably. Content about legal actions or public disagreements between or among members will be avoided.
- 19.2.1.2 PRIA staff or the PRIA Editorial Board will review member-generated content submitted for PRIA newsletters, social media, press releases or other direct communications.

19.2.2 *Third-party News Content*

- 19.2.2.1 Third-party news content is material that has been developed or produced by a third-party, frequently a news source or another industry association.
- 19.2.2.2 PRIA may serve as a news aggregator and point to, or publish with consent, content from a third-party publisher if it is determined the news may be of interest to the membership and has been appropriately vetted by the PRIA Staff or PRIA Editorial Board. Content about legal actions or public disagreements between or among members will be avoided.
- 19.2.2.3 PRIA will focus on reporting the facts, but will not publish third-party news that would not otherwise be published under this policy.

19.3 *Member & Industry Press Releases*

PRIA may publish member and industry press releases, in accordance with the PRIA Antitrust Policy, about new products, awards, events or special services. Generally acceptable topics include, but are not limited to:

- 19.3.1 Trade show announcements,
- 19.3.2 Product news,
- 19.3.3 Launch of a new service,
- 19.3.4 Welcome to new company officers, and

19.3.5 Articles of interest, such as security, IT, trade, etc.

19.4 *Internal Media Policy – Social Media Accounts*

19.4.1 Staff postings to PRIA's social media accounts will be governed by the Editorial Content Policy, above.

19.4.2 PRIA members may post positive and promotional messages about the association and its activities on their own social media accounts.

19.5 *External Media Policy.* Members should not speak on behalf of PRIA unless duly authorized to do so. Any member of PRIA who is contacted by the media for an interview or to issue a statement on behalf of PRIA should direct the inquiry to the PRIA Chief Staff Officer. Typically PRIA's Officers represent the association to the media.

19.6 *Media Access to PRIA Programs*

19.6.1 Media representatives are required to identify themselves to PRIA staff or officers before attending any PRIA program.

19.6.2 Media representatives attending in-person programs will be provided with appropriate identification which will be clearly visible to conference attendees.

19.6.3 Media representatives attending virtual programs will be announced to participants.

19.6.4 PRIA reserves the right to close any program or portion of a program to the media.

20. Whistleblower Policy

This Whistleblower Policy of the Property Records Industry Association: (1) encourages staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the association; (2) specifies that the association will protect the person from retaliation; and (3) identifies where such information can be reported.

1. Encouragement of reporting. The association encourages complaints, reports or inquiries about illegal practices or serious violations of the association's policies, including illegal or improper conduct by the association itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the association has existing complaint mechanisms should be addressed under those mechanisms, unless those channels are themselves implicated in the wrongdoing. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.

2. Protection from retaliation. The association prohibits retaliation by or on behalf of the association against staff or volunteers for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The association reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

3. Where to report. Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the bases for the complaints, reports or inquiries. They should be directed to the association's executive director or President of the Board of Directors; if both of those persons are implicated in the complaint, report or inquiry, it should be directed to the Vice-President of the Board of Directors. The association will conduct a prompt, discreet, and objective review or investigation. Staff or volunteers must recognize that the association may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously.

21. Document Retention Policy

This Document Retention and Destruction Policy of the Property Records Industry Association identifies the record retention responsibilities of staff, volunteers, members of the Board of Directors, and outsiders for maintaining and documenting the storage and destruction of the association's documents and records.

1. **Rules.** The association's staff, volunteers, members of the Board of Directors and outsiders (i.e., independent contractors via agreements with them) are required to honor these rules: (a) paper or electronic documents indicated under the terms for retention below will be transferred and maintained by the association management offices or their equivalent; (b) all other paper documents will be destroyed after three years; (c) all other electronic documents will be deleted from all individual computers, data bases, networks, and back-up storage after one year; and (d) **no paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation.**

2. Terms for retention.

a. Retain permanently:

- *Governance records* – Charter and amendments, Bylaws, other organizational documents, governing board and board committee minutes.
- *Tax records* – Filed state and federal tax returns/reports and supporting records, tax exemption determination letter and related correspondence, files related to tax audits.
- *Intellectual property records* – Copyright and trademark registrations and samples of protected works.
- *Financial records* – Audited financial statements, attorney contingent liability letters.

b. Retain for ten years:

- *Government relations records* – State and federal lobbying and political contribution reports and supporting records.

c. Retain for three years:

- *Lease, insurance, and contract/license records* – Software license agreements, vendor, hotel, and service agreements, independent contractor agreements, consultant agreements, and all other agreements (retain during the term of the agreement and for three years after the termination, expiration, non-renewal of each agreement).

d. Retain for one year:

All other electronic records, documents and files – Correspondence files, past budgets, bank statements, publications, policies and procedures, survey information.

3. **Exceptions.** Exceptions to these rules and terms for retention may be granted only by the association's President of the Board of Directors.

22. Appendices

Appendix A	PRIA Project Request Form
Appendix B	PRIA Copyright Notice – Draft Form
Appendix C	PRIA Copyright Notice – Completed and Approved Form
Appendix D	PRIA Project Approval - Graphic
Appendix E	PRIA and PREP Logo Use - Specifics
Appendix F	PRIA Trademark Permission Use Form