

# COUNCIL OF INTERNATIONAL INVESTIGATORS

## RULES & REGULATIONS

### PREFACE

The intent of Rules and Regulations is to augment the Council of International Investigators Bylaws by providing additional explanation and detail formerly contained in the Bylaws.

Members are equally bound by the Constitution, Bylaws, and by the Rules and Regulations. Just as in the Bylaws, the membership and/or its Board may wish to make changes to the Rules and Regulations (R&R) from time to time. In the Rules & Regulations, changes are not subject to Bylaw amendment.

Note that Rules and Regulations are cross-referenced to the Bylaws.

### ARTICLE I-R (Name and Purpose)

#### ARTICLE II-R (Emblem)

*SECTION 1-R* The official emblem of the Council shall be as described by previous display and usage and as imprinted on Appendix "A" hereto.

*SECTION 2-R* The use of the official emblem of the Council on shields, badges, decalcomania's or metal "protection" signs, or the like, incorporating the words "Member of the Council of International Investigators", or incorporating any of the similar import, shall not be used without presenting a written request for the intended use to the Executive Board and obtaining permission therefore by the affirmative vote of two thirds (2/3) majority of the full Executive Board.

*SECTION 3-R* It is a condition of membership, which is hereby declared to be a privilege and not a right, and each and every member agrees that the use of the emblem of the Council, in any of the manners specified in Sections 1-R and 2-R above, shall be and is limited to and by the period of time that the member's membership in the Council is in good standing, and each member agrees that upon the termination of membership, for whatever reason, to immediately discontinue use of the emblem or that name in any manner whatsoever.

*SECTION 4-R* The electronic image of the official emblem may be used by members in good standing. The electronic image of the emblem located on the Internet or other electronic bulletin board type service must provide a direct link to the Council's web site or e-mail address.

*SECTION 5-R* Any content utilized in the electronic environment or associated with the emblem must be consistent with Council publications. The membership roster may not be reproduced without authority. This electronic content can be comprised of any description of the members, Council, or activities thereof. The Executive Board reserves all editorial rights.

*SECTION 6-R* The electronic emblem and content describing the Council may not be used by any third party unless approved by the Executive Board.

#### ARTICLE III-R (Membership)

*SECTION 1-R* The Membership application forms shall include:

- (a) Full name and date of birth of the applicant.
- (b) Complete residence address of the applicant.
- (c) The trade name of the applicant if an individual or the name of the firm, partnership, or corporation with which the applicant is associated or employed.
- (d) Business address and telephone number of the applicant, number of years applicant has been engaged in the private investigator and security profession and the number of years in the applicable capacities as set forth in Article III, Section 2 of the Bylaws.
- (e) A recommendation containing the signature of the member of the Council in good standing who is recommending and/or sponsoring (when required) the applicant, or when no sponsor exists, then the Chairman of the Membership Committee may act as sponsor at their discretion.
- (f) A listing of the applicant's other affiliations in associations involving the private detective, private investigator profession or security profession.
- (g) Authorization for an individual and/or business background investigation.

- (h) The signature of the applicant certifying agreement to Article III, Section 2 of the Bylaws and adherence thereto.
- (i) All applicants must fill out and submit all required information and documents.

If a question or request is not relevant the applicant must note such on application and indicate reason for same.

#### ARTICLE IV-R (Officers)

#### ARTICLE V-R (Duties Of Officers)

*SECTION I-R* Secretary and/or Treasurer duties shall include:

(a) The Secretary is to receive and answer all communications addressed to the Council, to them, or communications submitted to them unless the matter deals with violations of Bylaws, Regulations, or Constitution. These they shall forward to the Chairman of the Board. The Secretary shall maintain a file of all normal communications and shall produce same at each meeting of the Board of Directors for their review.

(b) The Secretary shall record the minutes of all meetings of the Council and of the Executive Board and shall publish same to the Board of Directors at least thirty days prior to the next meeting. They shall read these minutes at the next meeting of the Council or the Executive Board, as the case may be, unless directed to do otherwise by a majority vote of the Board.

(c) The Secretary shall read all reports, papers or communications at meetings of the Council or of the Executive Board when requested to do so by the presiding officer of either body, or by the membership.

(d) The Treasurer shall record all monies received from dues and other sources in the appropriate financial records of the Council and deposit same in a depository of his selection in the name of the Council. The account shall bear the names of the Treasurer and the President and shall be updated on an annual basis. A copy of the account signature card shall be provided to the Third Vice President.

(e) The Treasurer shall make all disbursements necessary to the regular and ordinary transaction to the business of the Council and such other disbursements as shall be ordered by the Executive Board, in writing, signed by the Chairman. Any individual expenditure exceeding \$1,000 shall be authorized by the Chairman of the Board in writing "unless included as a line item in a previously approved budget".

(f) The Treasurer shall submit a current semiannual financial report to the President and the Chairman of the Executive Board, as well as any other individual duly named by the President. Upon the review of the report and its approval, they shall publish said financial report to the general membership in the International Councilor.

(g) With the approval of the Executive Board, the Secretary shall cause to be prepared Membership Certificates to be signed by the President and Secretary and distributed to members in good standing. Certificates shall be issued to all new members immediately following their selection. Membership cards shall be issued on an annual basis as quickly as possible after April 1 of each year upon request.

(h) The Secretary shall act as Secretary to the Executive Board and the Investigating Committee.

(i) The Secretary and Treasurer shall furnish a Bond in the amount of Fifty Thousand Dollars (\$50,000.00), the premium for which shall be paid from Council funds.

(j) The Treasurer shall prepare a pro forma budget for the forthcoming calendar year at the proceeding AGM and a detailed budget at the following mid-year meeting.

(k) The Treasurer shall cause all financial books and records of the Council to be present at Annual General Meetings of the Council. He/she shall deliver all books and records and any and all other property of the Council in their possession at the time of their removal or resignation to their successor. He/she shall likewise cause all funds of the Council to be delivered to their successor for deposits as aforementioned. An audit of the books and records shall take place upon demand within the fifteen day period. All books and records of the Council shall be open for inspection by any member for proper purposes at any reasonable time.

(1) The Secretary and Treasurer and management corporation shall follow and adhere to the "Calendar of Activities" as closely as possible:

#### CALENDAR OF ACTIVITIES

##### JANUARY

January 1: Deadline for on-time payment of dues and receipt of roster information.

Jan 15: Send dues payment reminder: Notify Regional Director of those late in paying dues in each region.

January 20: Prepare and file corporation forms and tax returns for the previous year.

##### FEBRUARY

February 1: Mail previous year financial statements with supporting documents to the Financial Committee Chairman for review.

February 15: Prepare Financial, Secretary's and other records for distribution to the Executive Board. (Approximately two weeks before meeting date).

February 28: Send final reminder for payment of dues and Roster information submissions.

#### MARCH

March 25: Prepare and distribute certificates of membership to new members.

March 31: Final dues and roster information deadline for inclusion in Roster.

#### APRIL

April 1: Prepare Roster for printing; prepare ID cards upon request.

#### MAY

May 1: Mail roster and requested ID cards; prepare and distribute nomination forms for Board and Officers positions.

May 15: Order all plaques and medals to be presented at the next Annual General Meeting (International Investigator of the Year plaque; Meritorious Service Award Medal and plaque; Past President's medal; (Malcolm Thomson Award Plaque done by Exec. Regional Director).

#### JUNE

June 25: Deadline for receiving accepted nominations for Officer and Board positions.

June 30: Final day for receipt of annual dues notification to be sent to Editor of International Councillor for publication of those being dropped for non-payment.

#### JULY

July 1: Mail ballots to voting members (60 days prior to the Annual General Meeting).

#### AUGUST

August 1: Mail semi-annual Financial report and supporting documents to Financial Committee chairman for review.

August 15: Prepare Financial, Secretary's and other reports for Annual General Meeting (approximately two weeks before meeting date).

August 25: Deadline for receiving returned ballots (10 days before Annual General Meeting).

#### SEPTEMBER

September 4: Annual General Meeting (date varies).

September 25: Prepare and distribute Certificates of Membership to new members.

September 30: Prepare, order and distribute new letterhead to Officers, Board Members and Regional Directors.

#### OCTOBER

October 7: Prepare and mail annual dues invoices and roster information questionnaire.

October 15: Prepare and distribute Annual General Meeting minutes.

#### NOVEMBER

Process receipt of annual dues and roster information.

#### DECEMBER

December 1: Send annual dues and roster information reminders; continue processing receipt of annual dues and roster information.

#### CONTINUOUS ACTIVITIES DAILY:

- . Review and respond to general correspondence
- . Field and respond to telephone calls
- . Manage Application requests
- . Process received applications
- . File Maintenance
- . Communicate with editor of the International Councillor regarding items to be published:
  - (a) New Members
  - (b) Proposed Members
  - (c) Address changes/Roster updates
  - (d) Upcoming events/Press releases
- . Process referral requests
- . Coordinate activities with Conference Committee Chairperson and Executive Regional Director
- . Get well cards to ill members, etc.

REGULAR ACTIVITIES FOR MANAGEMENT CORPORATION:

- . Order office supplies
- . Monthly bills - processing and payment
- . Process and deposit income received
- . Mail Councillor (Bi-Monthly)

ARTICLE VI-R (Appointments and Committees)

*SECTION 2(f)-R International Investigator Of The Year Award committee*

- (1) The award shall be known as the International Investigator of the Year.
- (2) Only Certified Members of the Council will be eligible for the award.
- (3) Nominations may be made by any natural person.
- (4) Nominations must be made in writing and shall be submitted thirty days prior to the Annual Meeting.
- (5) In the event of a single nominee for the award, they must receive more than 50% of the votes of the members present.
- (6) Nominations must contain details of outstanding professional services rendered to a client or to the Investigative Profession or to the Council.
- (7) Selection will be made at the Annual General Meeting by secret written ballot with only Certified and Senior Members in attendance at the Annual General Meeting entitled to vote.
- (8) The award winner will retain the IIOTY trophy for a period of one year. At the completion of the year, they shall be responsible for the return of the trophy to the Annual General Meeting and the recipient will then be presented with the "Keith Rogers Memorial Plaque" which will become their own personal property and a medal will be presented.
- (9) The current holder of the award will be the Chairman of the Award Committee. At the Annual General Meeting, they will select two past recipients of the award to assist on the Committee. If two past recipients are not in attendance, they will select a like number of Certified or Senior Members to assist. In the event the current holder is not in attendance, the Chairman of the Executive Board will appoint a Certified or Senior Member as Chairman of the Committee.
- (10) Upon receiving the closing of Nominations, the Committee and the Secretary shall meet and review all nominations to determine their eligibility and authenticity.
- (11) At the Annual General Meeting, the Committee Chairman or their designee shall read all nominations to those members in attendance.
- (12) All Certified and Senior Members in attendance shall be furnished with Award Ballots.

*SECTION 2 (g)-R Meritorious Service Award Committee (MSA)*

- (1) The award shall be known as the Meritorious Service Award and shall consist of a medal and plaque to be presented to the recipient.
- (2) Any member of the Council of International Investigators is eligible for the award.
- (3) No more than one MSA Medal shall be awarded to anyone person, but for each succeeding Meritorious Achievement or Service justifying such an award, a suitable device may be awarded, which is to be worn with the MSA Medal as prescribed.
- (4) The Meritorious Service Medal may be awarded posthumously and when so awarded may be presented to such representative of the deceased as may be deemed appropriate.
- (5) Nominations may be submitted by anyone. However, no member may nominate him or herself, nor seek to have themselves nominated. Nominations must be submitted in writing to the MSA Awards Committee and must include supporting statements, which indicate areas of exceptional contributions. Nominations may be received up to forty-five (45) days prior to the AGM for award for that year.
- (6) The MSA Awards Committee will review all nominations, which meet the established criteria and make recommendations to the Executive Board for final approval.
- (7) The MSA Award will be presented at the next AGM of the Council. The recipient need not be present to receive the award, but it shall be announced to the membership at the banquet.
- (8) Recipients of the MSA Award shall be recognized yearly at the AGM and their names shall be placed in honor within the Directory of the Council.

*SECTION 2 (j)-R Malcolm W. Thomson C.I.I. Memorial Award Committee*

- (1) The award shall be known as the Malcolm W. Thomson C.I.I. Memorial Award and shall consist of a medallion to be presented to the recipient.
- (2) Only a Regional Director will be eligible for the award.
- (3) Selection will be made by the Committee at the Annual General Meeting.

(4) The recipient may be selected by the Committee who best exemplifies the membership and strategic plan goals of the Council.

(5) The medallion will be retained by the award winner for a period of one year. At the completion of the year, they shall be responsible for the return of the medallion to the Annual General Meeting.

(6) Since the recipient will receive a medallion which will be surrendered at the end of the year, they will also receive a plaque to remain in their personal possession for all times.

#### ARTICLE VII-R (Executive Board)

*SECTION 13-R* The Board should consider the following items as excuses for absence from a Board Meeting: health, sickness of a member of the immediate family, compulsory or unforeseen business commitments or financial hardship. To comply with this section, notification shall be made to the Chairman of the Board no later than one (1) day prior to the scheduled meeting.

#### ARTICLE VIII-R (Regional Directors)

The roles of the Regional Directors are as follows:

(1) To encourage the application of competent and ethical professional investigators who possess the necessary qualifications for membership.

(2) Carry out competent vetting in a timely fashion in conjunction with the Secretary for submission to the Executive Board. Funding is to be made available to the RD at \$75.00 per applicant.

(3) At the behest of the Investigative Committee, act in an intermediary capacity in resolving disputes or complaints by or against members in their area. To advise the Board of any unethical behavior or other activity by a member in their region that should be presented to the Investigative Committee.

(4) Keep a close eye on proposed changes or effected changes in legislation in their area, which could affect the aims and objectives of the professional investigator and ethical standards of the profession. A report of legislative changes will be provided to the Executive Regional Director and Secretary for publication to the membership.

**(5) Submit a detailed written report to the Executive Regional Director and Secretary twice annually: (one) in time for the Annual General Meeting and (another) in time for the Mid-Year Meeting. This report will include, but not be limited to membership, legislative changes and membership comments.**

(6) To promote C.I.I. at industry functions and other appropriate functions and to provide applications for new candidates at these functions.

(7) To arrange regional meetings in your area whenever feasible.

(8) To provide extensive liaison between the C.I.I. Board of Directors and Area Members. This will include providing the International Councillor Editor with newsworthy articles of interest regarding your region on a regular basis.

#### ARTICLE IX-R (Elections)

*SECTION 7-R* Election Procedures.

Voting members shall:

(1) Mark their ballots with an "X" in the box opposite the name of the nominee, for each office for which they desire to cast a vote.

(2) The members shall enclose the ballot in the plain envelope containing the legend "Ballot" and seal same. Neither the ballot nor the envelope shall contain any identification of the member voting. Any identification shall make the ballot Void.

(3) The envelope containing the ballot shall be placed in the outer envelope addressed to the Secretary and mailed to be received at least ten days prior to the Annual General Meeting. The envelope shall contain in the upper left hand corner the personal handwritten signature of the voting members and his address.

(4) The Secretary shall bring all mailings so received, unopened, to the Annual General Meeting and deliver same to the Election Tellers duly appointed at the Meeting.

(5) The Election Tellers, after ascertaining the eligibility of the member of vote, shall open the outer envelope containing the legend "Ballot". The outer envelope shall then be destroyed.

(6) The election of an applicant to Certified or Senior Membership at the Annual General Meeting shall entitle the member attending the meeting to cast a ballot in the election of officers and the member shall be given a ballot and plain envelope by the Secretary, which ballot shall be completed by the member, placed in the envelope containing legend "Ballot" and delivered by the member to the Secretary prior to the opening and tabulating the votes cast in the election.

(7) The nominee for any office receiving the greater number of votes cast for the office shall be declared elected to the office. In the event of a tie vote for any office, the Executive Board members in attendance at the Annual General Meeting shall by secret ballot vote for one of the two nominees and present the ballots to the Election Tellers who shall tabulate the results of same and declare the nominee receiving the most votes elected to the office involved. In the event of

a further tie vote, the Sergeant at Arms shall cast the deciding vote and the nominee receiving same shall be declared elected. The only exceptions to these procedures shall be the officers of President, who shall be "President-Elect", First Vice-President, who shall be "First Vice-President Elect", and Second Vice President, who shall be "Second Vice-President Elect", all of whom shall be so shown on the ballot.

*SECTION 8-R* Election and Replacement Procedures, Secretary, Treasurer & Management Corporation.

(a) The management corporation shall work as a contractor to the Council. The contract as defined in the Regulations shall be reviewed annually by the Board of Directors. Continuation of the contract shall be by two-thirds vote of the Board of Directors at each AGM.

(b) The Secretary and Treasurer shall be elected by a two-thirds vote of the Executive Board at the first meeting of the Board following the Annual General Meeting. Any Officer or Director present may place names of individuals in nomination except that they shall not place their own name in nomination.

**ARTICLE X-R (Dues And Fees)**

*SECTION 1-R* A person in any membership class whose membership has lapsed for less than one (1) year, may only be reinstated by paying the outstanding dues for the lapsed year and the current dues.

*SECTION 2-R* A person in any membership class whose membership has lapsed for more than one (1) year, shall file a new application for membership to the Council.

**ARTICLE XI-R (Meetings)**

*SECTION 1-R* Beginning in March, 1993, the 1994 and 1995 conference committee will be selected. The 1996 conference committee will be selected at the New Board meeting in 1993 and each year thereafter following the election of the Third Vice President who shall chair the committee. The committee shall consist of the Third Vice President, two Board members, the current Chairman of the Board, past Presidents as ex-officio members and, where possible, a local host member once the site has been selected. The committee will submit three Annual General Meeting sites at the following Mid-Year Meeting.. At the following Annual General Meeting, they shall submit costs and a provisional budget for all three sites with their recommendations at which time the Board shall decide on a primary and alternate site subject to ratification by the members at the Annual General Meeting. Should the primary site not be ratified by the membership, the Board shall choose the site from the three proposed sites by a majority vote. The final budget shall be approved one year prior to the Annual General Meeting and the Board will approve the topics for the seminars at that time.

*SECTION 2-R* Annual General Meeting Conference Committee shall follow the following criteria:

- (a) The consensus of the membership shall be considered when a site is selected.
- (b) There should be a local member at the selected Annual General Meeting site who is willing to serve on the committee.
- (c) The Annual General Meeting will be held in cities that are accessible by major airline carriers and are convention oriented. Consideration should be given to previously unvisited urban/metropolitan sites. Global consideration should be given whenever possible.
- (d) The site should be selected to provide the highest possible attendance and to maximize the educational benefit to the members.
- (e) The Annual General Meeting will be scheduled for Wednesday through Saturday, with the seminars held on back to back days (Wednesday & Thursday or Thursday & Friday).
- (f) The Board Meeting will be held the day or days before the Annual General Meeting and on Saturday. Additional emergency meetings may be held before or after the Annual General Meeting.
- (g) The Council, through its conference committee, will be responsible for all planning, organization and funding of the Annual General Meeting.
- (h) The seminar agenda will be presented to the Board within a year prior to the scheduled Annual General Meeting.
- (i) The seminars will include education concerning the specific business of running a professional investigation business, as well as professional education and training in those areas, which the majority of the membership is active. When possible, the seminars will focus on topics of international interests.
- (j) At the Annual General Meeting, the Conference Committee will recommend a site for next year's Annual General Meeting with approximate costs. The Board of Directors will then select the Annual General Meeting site by majority vote.**
- (k) Bylaw changes will be published 30 days in advance.
- (l) Committee reports will be delivered by only one spokesman, appointed by the committee.
- (m) Discussion on a particular topic maybe limited in time by the Board Chairman. A person may only speak twice on the same topic and only after everyone else who wishes to speak has been heard.

*SECTION 3-R* The conference committee shall submit a registration fee based on a balanced budget and shall work within that budget. The Committee Chairman will report the estimated costs of hotel, travel, and registration for the average member, one year prior to the Annual General Meeting. The Board will approve those costs.

*SECTION 4-R* Proposed funding sources shall include:

- (a) Advertising in the program journal.
- (b) Registration fees.
- (c) Dues assigned to the Annual General Meeting.
- (d) Donations and fees from vendors.
- (e) Sponsors and others.

*SECTION 5-R* During the Annual General Meeting a Silent Auction or other fund raising activity may take place. The proceeds from said activity shall be passed to the Treasurer for allocation equally between a "health, welfare and distress fund" and a fund to promote the Council worldwide. The money raised at the AGM will be available to the Board for use during the new administrative year and under normal circumstances all of the money raised should be spent during that year with little or no carry forward.

#### **ARTICLE XII-R (Discipline)**

##### **SECTION 1 FORMAL COMPLAINT**

(1) Any member in good standing may prefer charges against another member, officer or director, by filing five typewritten copies of a complaint setting out the allegation of wrong doing along with the sections of the Bylaws, Constitution or Code of Ethics believed to be violated with the complainant's notarized signature affixed to the original thereto and forwarding same to the Secretary by Certified Mail. The Secretary shall mail a copy of these charges and exhibits to the following: Chairman of the Board, First Vice-President, Second Vice-President and Third Vice-President within ten days. The person charged shall be notified of the charges filed and shall respond to the Chairman of the Investigation Committee by Certified Mail.

#### **ARTICLE XIII-R (Procedure)**

#### **ARTICLE XIV-R (Interpretation)**

Adopted by the Council, June 2001

MSA Award added August 2001

Rules & Regulations approved April 2002

AGM fundraising (Article XI-R, Section 5-R) added September 2003.