



Board Member Bootcamp

December 2020



Agenda

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4. Governance Structure
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Mission Statement

IWIRC is the premier networking organization devoted to enhancing the professional status of women in insolvency and restructuring.







FAQ's to Know

- ▶ The “idea” for IWIRC was born in 1993
- ▶ The first members joined in 1994
- ▶ The Founders were:
 - Selinda Melnik, Attorney
 - Laureen Ryan, Accountant
 - Martha Fetner, Banker
- ▶ Membership is comprised of every discipline
- ▶ We do have men that are members



Promise of Our Brand

-  Networking and Connections Between Members
-  High Value Events
-  Personal and Professional Development Opportunities
-  Big Picture Perspective of IWIRC



Code of Conduct and Ethics

- ❖ When directors initially come on the board, they must sign the Code of Conduct (COC) (attached)
- ❖ The COC was developed effective 1/1/2021 to ensure that all board members recognize the importance of the collegiality and cooperation that is required to do the work of IWIRC
- ❖ Differences of opinion are valued and appreciated in accordance with the professional guidelines outlined in the COC
- ❖ Networks will also be required to distribute and collect completed COC's from the local network board members



Expectations for Board Members

- ❖ One time Code of Conduct and Ethics declaration
- ❖ Yearly Conflict of Interest Form
- ❖ Attend all In-Person and Virtual full board meetings
- ❖ Attend annual Leadership Summit
- ❖ Participate on at least one committee of the Board
- ❖ Involvement at the local and regional network level
- ❖ Provide written report before each full board meeting (excluding At Large Directors and Executive Committee)
- ❖ Review Job Descriptions and, if needed, update before yearly transition



2021 In-Person Meetings

(subject to COVID-19 restrictions and guidelines)

- ❖ Annual Spring Conference, Washington, D.C., April 14-15, 2021
- ❖ Leadership Summit Minneapolis, MN, July 21-23, 2021
- ❖ Annual Fall Conference, Indianapolis, IN, October 5-6, 2021



Leadership Summit Information

- ❖ Annual Leadership Summit for Board of Directors and Network Chairs held over a 3 day period in July
- ❖ April 15-Notice sent out to all Networks that summit proposals are being accepted
- ❖ July 15-Deadline for submission of proposals for next year's Leadership Summit
- ❖ July 20-Executive Committee reviews proposals and selects host network for next year's Leadership Summit
- ❖ July 26-28-Announcement of next year's host Network at current year Leadership Summit
- ❖ 10 non-board/network chair slots available to the Summit, by application
- ❖ January 15-Notice sent to all members reapplication for 10 non-board/network chair registrations to Leadership Summit
- ❖ March 30-Applications due and sent to membership committee for initial review and recommendations to Executive Committee
- ❖ April 30-Executive Committee finalizes list of 10 non-board/network chair registrations to Leadership Summit
- ❖ May 1-Notification sent to 10 non-board/network chair invitees for the Leadership Summit



Governance Structure

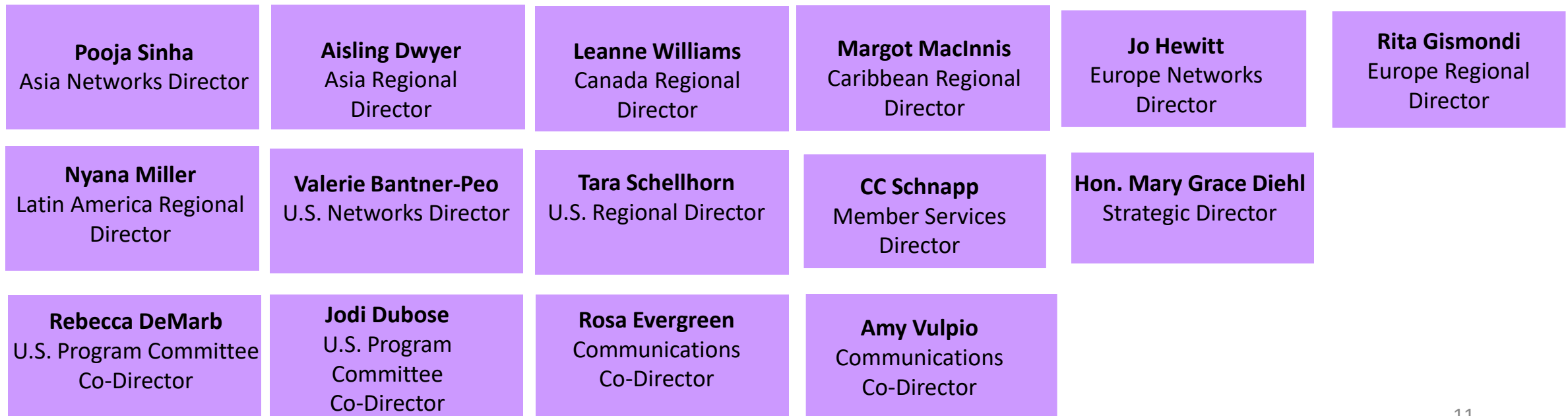
IWIRC Governance Structure 2021

Executive Committee



Management Committee

*non-voting



IWIRC Governance Structure 2021

Management Committee (continued)

*non-voting

***Anne Vanderkamp**
Vice Director of Budget
& Analytics

***Chrissy Sanfelippo**
Vice Director of Fall
Programs

***Rebecca Redwine**
Vice Director of Spring
Programs

***Genevieve Weiner**
Vice Director of
Regional Programming

***Kerri Mumford**
Vice Director of
Member Services

***Lauren McKelvey**
New Network and
Regional Development
Co-Director

***Blanche Zelmanovich**
New Network and
Regional Development
Co-Director

***Mei Yen Tan**
Asia Regional Vice
Director
Programming

***Stuti Jain**
Asia Regional Vice
Director
Membership

***Bodie Colwell**
Vice Director of
Social Media

***Sara Van Allen**
Vice Director of News

***Carren Shulman**
UNCITRAL Committee
Director

***Tinamarie Feil**
UNCITRAL Committee
Director

***Stephanie Bramer**
Vice Director of
Leadership
Programming

***TBD**
2020 Rising Star

IWIRC Governance Structure 2021

At Large Directors

Monica Blacker At Large, 2022	Kim Brown At Large, 2022	Jane Downey At Large, 2022	
Katie Harrison At Large, 2022	Pooja Mahajan At Large, 2022	Kyla Mahar At Large, 2022	
Alicia Bendana At Large, 2021	Solymer Castillo- Morales At Large, 2021	Beatriz Faneca At Large, 2021	Terri Freedman At Large, 2021
Melissa Hager At Large, 2021	Demetra Liggins At Large, 2021	Aimee Rice At Large, 2021	Upasana Rao At Large, 2021

IWIRC Governance Structure 2020

Advisory Council (*non-voting)

***Kelly Conlan**

***Jennifer Meyerowitz**

***Nellwyn Voorhies**

***Aruni Weerasekera**



Board of Directors Terms

- ❖ Executive Committee-1 year term
- ❖ Management Committee (voting)-1 year term
- ❖ Management Committee (non-voting)-1 year term
- ❖ At Large Directors:
 - Six elected by members for two year terms on a rotating basis
 - Two appointed by Executive Committee for one year term



Board of Directors Elections

- ❖ Immediate Past Chair forms Nominating Committee comprised of Chair, Vice-Chair, Secretary and three IWIRC Members chosen by Immediate Past Chair to propose a slate of Board Members to the Executive Committee for approval (non-elected)
- ❖ August 1-September-Nomination and notice of interest period for ALL Board positions
- ❖ September 15-Deadline for all Nominations and Declaration of Interest
- ❖ September 16-October 31-Slating Committee develops proposed slate
- ❖ After Fall Conference-Proposed Slate Circulated to IWIRC Board for approval
- ❖ 2 weeks after Fall Conference-Final Board Announced to Members and Election of At-Large Directors (if needed with 14 day voting window)
- ❖ No Later than December 1-At-Large Directors Announced



Sponsorship

- ❖ IWIRC relies on sponsors for approximately 25% of its annual funding
- ❖ June-Executive Committee confirms sponsorship levels and benefits for the following year
- ❖ July-Kickoff Sponsorship drive at Leadership Summit
- ❖ September 15-Commence sponsorship drive to all former sponsors and current members
- ❖ October to December-Finance committee reaches out individually to all prior and new potential sponsors
- ❖ February 15-Deadline for all sponsorship payments



Budget and Financial Reporting

- 🕒 July-Committee Budgets are requested
- 🕒 August-Administrative Director works with Finance Director and Vice-Finance Director to develop draft budget
- 🕒 September-Executive Committee Reviews draft budget
- 🕒 October-draft budget included in Fall Board of Directors materials for final approval
- 🕒 May of following year-Annual audit of financial statements and preparation of the tax return is completed by the accounting firm of Jones, Maresca & McQuade, P.A. in Washington, D.C.



IWIRC International Budget Overview for 2021¹

Revenue	
Membership Dues	\$ 246,728
Sponsorships	64,000
Conference Receipts	108,500
Investment Income	9,000
Total Revenue	\$ 428,228
Expenses	
Administrative	\$ 162,500
Member Services (network rebates, grants, etc.)	87,300
Committees, Projects, etc.	11,000
Meeting Expenses	165,750
Total Expenses	\$ 426,550
Net Income	\$ 1,678

1. The 2021 budget assumes that the spring and fall conferences will be in person, however this appears unlikely.



IWIRC International Balance Sheet Overview as at October 31, 2020	
Assets	
Cash	\$ 184,388
Accounts Receivable	\$ 26,225
Other Current Assets	12,806
Investments ¹	858,966
Total Assets	\$ 1,082,386
Liabilities & Equity	
Retained Earnings ²	\$ 702,918
Deferred Revenue	\$ 88,101
Net Income (year to date October 31, 2020)	291,367
Total Liabilities & Equity	\$ 1,082,386
1. Certificates of deposit with maturities ranging from 6-24 months are managed by Morgan Stanley.	
2. Retained earnings represent just over one year's expenses, which is customary for associations such as IWIRC.	



Travel Stipends

- ❖ Travel stipends are available (by application) to IWIRC board of directors, network chairs and other IWIRC members who are materially participating in a conference participation in their capacity as an IWIRC leader, including, but not limited to Spring Conference, Fall Conference, Leadership Summit and whose travel expenses are not being reimbursed by their employer.
- ❖ Travel stipends are limited to one per person per year and subject to a budget that is set annually.
- ❖ Applications for Travel Stipends shall be submitted BEFORE the event. If approved, Travel Stipend will be paid AFTER the event upon receipt of copies of expenses incurred and confirmation of attendance at the IWIRC event. Travel Stipends are available to cover travel only. They are not available to cover hotel or sundry expenses.
- ❖ The Travel stipends are available as follows:
 - Less than 5 hour flight - \$250
 - More than 5 hours, less than 10 hour flight- \$750
 - More than 10 hour flight- \$1,250



Grants

- ❖ Networks are encouraged to hold or sponsor events consistent with the goals of IWIRC. While it is expected that such events will be funded by the Networks (through local sponsorship or admission fees), IWIRC International sets aside certain funds in its budget to be distributed as grants to support the growth and development of the networks.
- ❖ Available grants include:
 - ❖ Network Signing Bonus
 - ❖ Regional & Multiple Network Events
 - ❖ Recruiting Events



Annual Awards

WOYR Award

- Initial call for nominations December 15th
- Deadline February 15
- Winner announced through press release March 1st
- Award presented at Spring Conference

Founders Awards

- Initial call for nominations March 15th
- Deadline May 15th
- Winners announced through press release June 1st
- Awards presented at Leadership Summit

Rising Star Award

- Initial call for nominations June 15th
- Deadline August 15th
- Winner announced through press release September 1st
- Award presented at Fall Conference



Communications

Social Media

Facebook: <https://www.facebook.com/IWIRCIntl/>

Instagram: https://www.instagram.com/iwirc_international/

Linkedin: <https://www.linkedin.com/company/iwirc>

Twitter: <https://twitter.com/iwirc>

Youtube: <https://www.youtube.com/user/IWIRC>

E-newsletters

Website updated October 2020



Membership

- 🌀 New Networks
- 🌀 Surveys
- 🌀 Statistics
- 🌀 Review on website
- 🌀 Resources > Network Tools



Worldwide Reach

- 🌀 Current membership 1,531!
- 🌀 5 continents
- 🌀 37 countries
- 🌀 47 Networks

Introduction to Robert’s Rules of Order (Parliamentary Procedure)¹

The motions listed below are in order of precedence. Any motion can be introduced if it is higher on the chart than the pending motion.

YOU WANT TO:	YOU SAY:	2 ND REQUIRED?	DEBATE?	VOTE?
Close meeting	I move to adjourn	Yes	No	Majority
Take break	I move to recess for	Yes	No	Majority
Lay aside temporarily (or until a future meeting)	I move to table the matter/ motion OR I move to lay the question on the table	Yes	No	Majority
Close debate	I move the previous question	Yes	No	2/3
Limit or extend debate on a matter/ motion	I move that the debate be limited to...	Yes	No	2/3
Refer to committee	I move to refer the motion to ...	Yes	Yes	Majority
Modify the wording of a motion	I move to amend the motion by...	Yes	Yes	Majority
Bring business before the Board for consideration	I move that [or “to”]	Yes	Yes	Majority

¹ Robert’s Rules of Order Newly Revised (10th Edition)

Incidental Motions – no order of precedence.

YOU WANT TO:	YOU SAY:	2 ND REQUIRED?	DEBATE?	VOTE?
Enforce rules	Point of order	No	No	None
Suspend rules	I move to suspend the rules which	Yes	No	2/3
Avoid consideration of the motion altogether	I object to consideration of the question	No	No	2/3
Parliamentary law question	Parliamentary inquiry	No	No	None
Request information about the motion or matter on the table	Point of information	No	No	None

Motions that Bring a Question/ Matter Before the Board (introduce only when nothing else is pending.)

YOU WANT TO:	YOU SAY:	2 ND REQUIRED?	DEBATE?	VOTE?
Take motion or matter from table	I move to take from the table OR I move to untable	Yes	NO	Majority
Reconsider motion	I move to reconsider the vote	Yes	Depends	Majority



Questions

For additional information see IWIRC's Handbook under Policies and Procedures Handbook accessible at the following link after you have logged in with your personal login to the website

<https://www.iwirc.com/resources/board-resources>

or contact Shari Bedker, Administrative Director, sbedker@iwirc.com, 434-939-6002