

GOVERNANCE COMMITTEE MEETING (OPEN)

AGENDA ITEM 11

ATTACHMENT 11-I

PROCESS for BOARD MEMBER SPEECHES, ACTIVITIES and
PRESS STATEMENTS

PRESENTED BY: Carol Newman and Jennifer Vargen

March 18, 2010



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TO: MEMBERS OF THE GOVERNANCE COMMITTEE

FROM: Carol R. Newman and Jennifer Vargen

RE: Process for Board Member Speeches, Activities and Press Statements

This document is in *DRAFT format*. The brackets are to draw your attention to particular decision points regarding issues to be considered through discussion by the Governance Committee members.

DRAFT - Process and Procedures
State Compensation Insurance Fund
Board Member Speeches, Articles and Press Releases

Speeches and Articles

Overview

These procedures set forth the processes and controls applied to ensure speeches and articles by Board Members allow the freedom to express opinions without creating public misperceptions that the writings and speeches reflect State Fund policy.

All speeches and articles contemplated by any member of the **State Fund Board of Directors** (herein referenced as “*Board Member*”) will be reported to the Governance Committee at a regularly scheduled Committee meeting for [information] [review and approval] as to [topic and forum] and whether the speech or article might pose a real or perceived financial, reputational, regulatory, or legal risk to State Fund.

All speeches and articles prepared by any member of the **State Fund Board of Directors** (herein referenced as “*Board Member*”) are subject to review by the Communications Director. The Communications Director will consult with other State Fund management personnel as is deemed necessary. The article or speech will only be evaluated based on actual or perceived associated risks and impact to the detriment of State Fund if the article or speech would be attributable to State Fund’s policies and procedures. The Communications Director will not be reviewing the content to make editorial changes; recommendations on the forum or any other purpose but to evaluate risk to State Fund. The Communications Director will clear the materials or will advise the Board Member of the actual or perceived risk. In the event the Communications Director and the Board Member cannot reach agreement that would mitigate the risk then the issue will be elevated to [President or Chair of the Governance Committee or Chair of the Board.]

Timing

Step One

Contemplated speeches or articles written for presentation by or publication attributed to a Board member must be reported to the Governance Committee well in advance of the proposed speech or article due date and in consideration of the Communication Directors review process. The Board Member shall disclose the topic, venue, date, intended audience and general outline of materials.

Step Two

[Upon [approval] [clearance] by the Governance Committee], proposed speeches or articles written for presentation by or publication attributed to a Board Member must be provided to the Communications Director for review and clearance. Such submissions must be received by the Communications Director a minimum of **fourteen (14) days prior to the proposed oration or publication**. Submissions not received within this time period may be deemed not approved by the Communications Director and should be discussed directly with the Governance Chair or Board Chair.

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Content

Format of proposed speeches and/or articles submissions will include, but not be limited to:

- Proposed Date of Oration or Publication.
- Topic and purpose of the presentation.
- Name of the publication or event where the presentation will be delivered (newsletter, magazine, conference event, business club, et al).
- Intended and/or expected audience.
- Presentation content, including all corresponding sub-text/footnote reference materials.

Disclaimer

To ensure it is clear that a Board Member is not speaking as a member of the State Fund Board of Directors, the following wording will be utilized, depending on whether the material is spoken or written:

Oral

Although I am a member of the Board of Directors of State Compensation Insurance Fund, the views expressed here are my own and should *not* be attributed to State Compensation Insurance Fund.

Written

Although [**enter Board Member name here**] is a member of the Board of Directors of State Compensation Insurance Fund, the views expressed here are his own and should *not* be attributed to State Compensation Insurance Fund.

Review and Clearance

As noted above, the Communications Director will clear the materials or will advise the Board Member of the actual or perceived risk. In the event the Communications Director and the Board Member cannot reach agreement that would mitigate the risk then the issue will be elevated to President or Chair of the Governance Committee or Chair of the Board. In the event there has not been clearance, then the Board Member may present to the Governance Committee at its next regularly scheduled meeting. The Governance Committee decision will be final.

Press Releases

At no time will any Board Member respond to or provide any press release comments on behalf of State Fund. All press releases are effectively under the constructive supervision and control of the Chief Executive Officer (CEO) and Communications Director of State Fund.

Board Members who are contacted by the media for comments must refer all inquiries to the Communication Director of State Fund.

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Retention and Tracking

All submissions will be logged into a central repository maintained and retained by the Board Support Staff in a secured repository. Included in this central repository will be, but not limited to the following:

- Date of the original submissions/request.
- Name of the Board Member who submitted the request.
- Proposed Date of Oration or Publication.
- Topic and purpose of the presentation.
- Name of the publication or event where the presentation will be delivered (newsletter, magazine, conference event, business club, et al).
- Intended and/or expected audience.
- Full content of the presentation, including all corresponding sub-text/footnote reference materials.
- Date the disposition/decision was communicated to the Board Member for each submission.
- Disposition/Decision outcome of each submission.

Copies of all supporting documentation for each submission will be stored in electronic format and retained for subsequent review purposes, for a minimum of seven (7) years.

At minimum, a copy of the materials will be available for Board Member review through the SEIPP portal.

Final copies of speeches and articles will be provided through one-way communication to the full Board and will be distributed concurrently to the Executive Committee members.

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