



*For the Complete Technology & Database Professional*

## **The IOUG Assistance Manual for Oracle Users Affiliate Groups: Welcome to the IOUG**

Contents:

- What is the IOUG?
    - How does the IOUG interact with its members?
    - How does the IOUG interact with Oracle?
  - Affiliating with the IOUG
    - The three key reasons why your user group should become affiliated with the IOUG
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### ***What is the IOUG?***

IOUG is the premier community for Oracle technology and database professionals, representing more than 20,000 IT managers, database administrators, developers, enterprise architects, analysts, and technical managers across a range of Oracle products, including BI and data warehousing, Middleware, Essbase, Portal, and Stellent/UCM.

As a global membership organization, the IOUG arms Oracle user companies with the necessary tools to build skill sets, create efficiencies, enhance productivity, maximize technology investments, and better solve business issues. Through IOUG education and networking programs, Oracle users - from the new employee to the manager level - get year-round access to their counterparts at other companies, company-wide face-to-face and virtual training, direct access to Oracle, its products and strategies, and much more. With more than 100 special interest and regional user communities, the IOUG offers diverse, focused programming for all areas of interest.

The IOUG was founded in 1993 and is headquartered in Chicago, Illinois. The organization is governed by a volunteer Board of Directors and is managed by a staff of 10+ provided by a full-service association management firm. The IOUG strives to be *the* Oracle portal for the user community while maintaining its financial independence.

### ***How does the IOUG interact with its users?***

#### *Member Newsletter*

One of the IOUG's primary communication vehicles is our bi-monthly electronic member newsletter. The newsletter keeps members informed by providing them with the latest news, new benefits and vendor messages including the latest Oracle industry updates.

### *Social Networking*

IOUG is active on LinkedIn, Twitter, Facebook and Oracle Mix providing the broader community with information regarding Oracle, IOUG and other related content. It provides a network for the community to engage in healthy dialogue and debate!

### *Regional User Groups*

The IOUG provides a network of 100+ local/regional user groups which offer valuable local education and networking opportunities. *Individual user groups may have separate membership requirements/fees.*

### *SELECT® Journal*

Another primary communication vehicle is *SELECT Journal*. For members only, this highly acclaimed publication provides strong technical content as well as news on issues facing the user community written by some of the top Oracle professionals. *SELECT* is published in hard-copy form four times a year with online access to current and archived articles.

### *Webcasts and Podcasts*

IOUG's webcast series allows members to participate in real-time, interactive discussions on technical topics, as well as to review our archived webcasts. The IOUG also podcasts conference sessions and panel discussions for later review.

### *Premier Educational Events*

The IOUG delivers education and networking opportunities including regional events and COLLABORATE. COLLABORATE is an annual multi-faceted educational conference including multiple tracks of technical education, mini lessons, in-depth training, seminars/workshops and the latest breaking news on technology issues/trends.

## ***How does the IOUG interact with Oracle Corporation?***

The IOUG is proud of the partnership it has formed with Oracle Corporation, and both groups strive to maintain an equal value proposition between the two organizations. There is frequent, bi-directional communication between Oracle and The IOUG. Oracle is represented on the Board of Directors by a senior level Oracle executive, and the IOUG leaders are frequently invited to meetings with Oracle executives for the purpose of representing the user community viewpoint on various issues. Some areas that Oracle and the IOUG work together on are:

### *Voice of the Customer*

IOUG plays a prominent PR role in product launches and providing editorial comments to press during release and other appropriate times (acquisitions, announcements, etc.)

### *Research Studies*

IOUG works to provide industry research and will partner with Oracle on these studies as appropriate.

### *North American Sales Marketing Support*

Oracle actively supports the evangelization of IOUG at the national and regional level through having IOUG and affiliate materials available at TechDays, Product Launches, etc. North American Field Sales marketing is actively engaged with IOUG and its affiliate to support its regional activities.

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## ***Affiliating with the IOUG***

A key business strategy of the IOUG is to partner with local, regional and special interest groups. The IOUG's affiliations with various groups like yours help the user community leverage its power by channeling its feedback and requirements on Oracle technology through one source. The IOUG also believes that by helping to educate as many users as possible, the Oracle community and Oracle Corporation will continue to prosper.

There are three key reasons why your user group should become affiliated with the IOUG.

### *Information*

The IOUG serves as an information repository. Our volunteers and Headquarters staff is kept abreast of Oracle issues, key contacts, conference and event information as well as local/regional/SIG activities and contact names. The IOUG makes it our business to stay on top of as much information as possible so that we can respond to questions from users and disseminate information via the telephone, the internet, the bimonthly member newsletter, through social networking sites, *SELECT Journal*, and any other sources that are available.

### *Benefits*

The IOUG offers the following benefits to local/regional groups and SIGs that become affiliates: free web hosting, Speakers Bureau, insurance coverage, best practice sharing, leadership development, and much more. Please contact Kim Wiatr at [kwiatr@ioug.org](mailto:kwiatr@ioug.org) at the IOUG Headquarters for more information on these benefits.

### *Networking*

You have many opportunities to network with other affiliate leaders throughout the year. The IOUG has a quarterly conference call with user group leaders to discuss current issues and an in-person meeting at COLLABORATE. Also, the IOUG has an e-mail list set up so that leaders can communicate with each other when needed.

## **The IOUG Assistance Manual for Oracle Users Affiliate Groups: User Group Affiliation Information**

Contents:

- IOUG Information Distribution
  - User Group Conference Calls
  - User Group Mail List
- User Group Affiliation Benefits
- Responsibilities of a User Group Representative
- How to Become a User Group

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## **IOUG Information Distribution**

The IOUG distributes and publishes meeting dates, times and contact names of all affiliated User Groups. This will broaden your group's exposure to the many Oracle educational opportunities available locally, as well as advertise your group's meetings.

### *User Group Conference Calls*

Depending on the type of IOUG Affiliate you are, the IOUG will hold recurring conference calls for board members of affiliated groups. The conference calls allow the latest IOUG developments to be discussed and allow you the opportunity to discuss issues with your Oracle colleagues. Once you sign the IOUG Letter of Affiliation, you'll receive further information on how to participate in these calls.

### *User Group E-mail List*

The IOUG administers the User Group E-mail List. The e-mail list is comprised of the User Group representative from each affiliated user group, plus any other user group Board Member who requests to be on the list. Everyone who is on the list can communicate with one another via e-mail. The e-mail list allows for issues to be raised and responses to be seen by everyone of the list.

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## **User Group Affiliation Benefits**

### *Web Site Hosting*

IOUG can host your website on our website platform, Socious. This community contains features that support membership, events, blogs, forums, file libraries, wikis and more. This is currently a free hosting service and IOUG will train you on how to maintain your website. All updates and content is at the responsibility at the Regional User Group. Please note anyone wishing to join into your community must sign-up for a free or paid IOUG membership to participate. IOUG can run a demo of this hosting upon request. Migration typically takes 3-6 weeks depending on the amount of content and features.

### *Event Insurance Coverage*

The IOUG provides your user groups with general liability insurance coverage for your local events. To obtain coverage, fax or e-mail a copy of your vendor contract (the IOUG reviews the exact insurance requirements, the indemnification agreement, actual name of the group hosting the function, and the dates of the event), who the certificate of coverage should be made out to, and the mailing address to the IOUG Headquarters. The IOUG will then work with our insurance agent to provide an insurance certificate. This benefit eliminates the worries, liabilities and complexity associated with trying to independently secure insurance and focus on better meetings and membership growth.

### *IOUG Reciprocating Membership for Your Members*

The IOUG can automatically sign up the members of your user group for a free IOUG Associate Membership. As Associate members, your members receive associate access to the IOUG web site, participation in Special Interest Groups, and *Five Minute Briefing*. As new members sign up for your group, you'll forward your membership lists to the IOUG. The IOUG then takes care of all of the associate sign up and sends a community welcome letter. This benefit relieves you of the burden of communication and complexity of bookkeeping to deal with co-membership applications. Again, your group is able to focus energy on better meetings and membership growth. (Note: Any member contact information will remain confidential and will not be shared with anyone, is intended for IOUG communications and of course members can choose to opt out at any time.)

### *Promotional Support*

The IOUG will send meeting announcements to IOUG members by segment (region, area of interest, etc) and your group will be listed on the IOUG web site. This benefit makes available to your group a larger market place to attract new members and grow your membership. Please note that these requests must be made 30 days in advance and all content must be received 2 weeks in advance. IOUG will send one email per event.

#### *Calendar of Events on IOUG Web Site*

Share your meeting information with the entire Oracle Community! The IOUG posts your group's events on the calendar of events on the IOUG web site, and shares this information with Oracle to be posted on the Oracle online master calendar. This benefit provides your group meetings additional advertisement to larger community adding to the opportunity for membership growth. IOUG also helps place regional and special interest events on Oracle's event calendar.

#### *IOUG Promo Kit*

Annually, each IOUG Affiliate may receive, upon request, a kit of IOUG products which may include: *SELECT Journal*, conference proceedings, giveaways etc. This benefit provides your group with a wider variety of materials for your meetings increasing the value of your event.

#### *Bi Monthly Regional User Group Webinars*

Bi-Monthly the IOUG Director of Communities hosts a Regional User Group leader meeting. Each meeting covers one topic facing Regional User Groups and its leaders. All volunteers are invited to participate and suggest topics.

#### *Oracle Liaison Program and Direct Line to IOUG Leadership*

Need assistance? Have a question? The IOUG provides its users groups with a bridge to Oracle through the Oracle Liaison Program. Each users group has an Oracle representative designated to work directly with their group. The IOUG also provides access to the IOUG Director of Communities and IOUG staff contact. This benefit saves you the time of having to independently locate Oracle and IOUG contacts allowing you to focus on better meetings and membership growth.

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## ***Responsibilities of a User Group Representative***

As an IOUG Affiliate Representative, you will have the opportunity to work very closely with IOUG Headquarters. This relationship is key to the success of your user group's participation as an affiliated group. You are the link between the IOUG and your user group.

Some of the responsibilities of an IOUG Affiliate Representative are:

- To participate in quarterly and or any other recurring conference calls
- To give updated contact information to IOUG Headquarters so that it may be updated with in our membership database.
- To update affiliate group information on the IOUG web site
- To inform the IOUG of you user group's upcoming conference and/or meeting dates by posting them on the IOUG web site
- To disseminate information to board members and/or user group meetings
- To respond to issues and communicate via the affiliate group e-mail lists.

## **The IOUG Assistance Manual for Oracle User Groups: Legal Considerations**

Contents:

- Incorporation
  - Taxes
  - Insurance
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## ***Incorporation***

One of the most important roles of the President and Treasurer of any group will be to ensure that your user group has incorporated and filed bylaws. The IOUG recommends that an attorney be contacted because statutes vary from state to state and articles of incorporation and bylaws drafting must be precise and accurate. IOUG recommends incorporation based on several fundamental benefits:

- Incorporation is a way to limit personal liability for the individual members and directors of your user group for contractual obligations and other “bad acts”. A corporation is recognized as a legal entity which can enter into contracts and assumes the liability that would otherwise be assigned to officials of the user group.
- A corporate form provides an organizational structure to your user group. Not all user groups are well-organized and incorporating requires the group to establish a body of authority (a board of directors) to carry on the business of the organization.
- A corporation has perpetual existence until dissolution occurs. This allows the organization to continue to exist beyond the withdrawal, dismissal, retirement, death of current members and officers, thus providing continuity for the future.

Incorporation does come with a couple of costs which you should also be aware of. Incorporation carries with it a fee for incorporating (varies from state to state) and certain ongoing expenses connected with filing and revising documents. The corporation must maintain continued existence through the payment of annual filing or franchise tax fees in the state of incorporation. Also, a corporation whose Headquarters are located in a state other than its state of incorporation also must qualify to do business and pay annual fees in the state of “residence”.

Once incorporation has occurred, the organization will be required to file annual reports, hold regular Board and membership meetings, and maintain written records of all meetings and transactions. Some unincorporated groups may be doing this already, as it is an effective and sound way of doing business, regardless of your corporate structure.

Call your respective Secretary of State’s office or the IOUG Headquarters for additional guidance. Several steps that should be followed for not-for-profit incorporation include:

- File Articles of Incorporation with the Secretary of State in the desired state of incorporation. Seek legal counsel on this because some states have preferential treatment for corporations and your user group may wish to incorporate in a state other than where it is located (one of which is the state of Illinois).
- Determine number and composition of initial Board of Directors for inclusion in the Articles of Incorporation.
- Include the purpose of your corporation.
- Draft bylaws to be adopted by your user group’s Board of Directors. These will serve as your primary internal governing document.
- Include purposes, membership requirements, meeting procedures, board composition, election procedures and various other governance issues. Legal counsel can again be of much use in this matter.
- If the corporation will have offices or have activity in other states, the corporation may need to register as a foreign corporation.

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## ***Tax Exemption and other Various Tax Issues***

Many believe that a not-for-profit incorporation will automatically cause your user group to be exempt from paying taxes. Unfortunately, this is generally not the case and incorporation should not be done for the purpose of obtaining a “tax shelter”.

According to IOUG’s legal counsel, a not-for-profit corporation will not automatically qualify for federal income **tax exemption** but must apply to the IRS for recognition of exemption under Section 501(c) of the Internal Revenue Code. Certain computer user groups may qualify for exemption as a trade or professional organization under Section 501(c) (6) of the Code or, in limited cases, as a publicly supported organization (“public charity”) under Section 501(c)(3) of the Code. However, the IRS generally will deny tax-exempt status to a group supporting only a segment of an industry, where the primary purpose of the organization is to support or advance one brand or manufacturer of computer products or services.

The IRS’s concern is that a computer user group supporting only part of an industry provides some members of the industry with an advantage over others not supported by the group. The IRS will look at the group’s primary purposes, activities, and membership to determine whether the group benefits the entire industry or only a segment or a sole brand/manufacturer. Simply by having a nametag like “Oracle User Group” will send red flags to the IRS that your group is primarily supporting one brand or manufacturer (i.e. Oracle Corporation). If your user group can make a case that it supports the entire software industry then you may be able to obtain tax exemption under the 501(c) (6) rule. To obtain tax-exempt status under Section 501(c) (3), a group must be organized exclusively for one or more of the following reasons (among others): charitable, religious, educational, scientific, or literary. Computer user groups normally do not qualify under Section 501(c) (3) because their purposes and activities rarely are exclusively charitable or educational, etc. Although your main activity may be education, if it is organized to help users of a certain brand or manufacturer, rather than the public as a whole, tax exemption will probably be denied.

As mentioned earlier, it is highly recommended that all user groups become incorporated. It is not a requirement in order to file your group’s tax returns but it will protect officers and/or members from personal liability. The group will need to obtain a **federal employer identification number** for filing taxes and the proper tax filing steps are listed below:

- File Form SS-4, Application for Employer Identification Number.
- File federal form 120, U.S. Corporation Income Tax Return, and the applicable state corporate tax forms to the state you are incorporated in or are doing business in (or both) for the tax year.
- Pay federal and state taxes on corporate net profits, if applicable (due two and a half months after the fiscal year ends).

Consult with a tax advisor or accountant to ensure the proper filing of all user group taxes.

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## ***Insurance Coverage***

IOUG offers general liability insurance and directors and officers’ insurance coverage for affiliated User Groups’. There is no charge to receive insurance coverage for your affiliated user group. Simply check the appropriate box on your User Group submission form or contact IOUG Headquarters to ensure that you are interested in receiving this benefit. Be sure to note that you must elect for both General Liability insurance and Directors and Officers’ Liability insurance separately.

### *General Liability Insurance*

This coverage was created to provide Comprehensive General Liability insurance to cover accidental injury exposures that may occur during user group meetings. The Independent Oracle Users Group purchases the right to cover exposures that may occur at regular meetings, or any specific event (i.e. conventions, conferences, outings, festivals) for chapters of associations managed and controlled by SmithBucklin, Inc.

Oracle user groups outside of the United States, Canada and Puerto Rico are not eligible for general liability insurance coverage.

The Commercial General Liability Coverage is geared toward 3<sup>rd</sup> party liability claims arising out of negligent acts, resulting in injury or damage, committed at meetings run by the user group.

- Bodily Injury (accidental injury, sickness or disease) or Property Damage (to tangible property of others) combined **\$1,000,000 per occurrence**
- Personal Injury (false arrest, libel, slander) **\$1,000,000 each occurrence**
- Fire Legal Liability (damage to leased or rented premises due to your negligence) **\$1,000,000 any one fire**
- Premises Medical Expense (resulting from injury caused by an occurrence) **\$10,000 per person**
- Annual Aggregate (max payable during the policy period) **\$2,000,000**
- Blanket Contractual Liability (i.e. lease agreements)
- Host Liquor Liability (liability caused by a person served alcohol beverages)
- Employees and volunteers as Insured (for liability claims arising from your Duties in the association)
- Incidental Malpractice (Good Samaritan coverage for non-medical professionals)

### *Directors and Officers Liability*

This coverage is provided with a minimum limit of \$1,000,000 and \$2,500 retention. The policy covers the following:

- **Insured Persons** - The **Entity** (nonprofit association or corporation), any individual who was, now is, or shall be a director, officer, trustee, employee, volunteer, staff member, or any person acting as an agent with respect to the scope of such agent's authorized activities for the **Entity** and shall include any executive, board member or committee member whether salaried or not.
- **Wrongful Acts** - Any actual or alleged negligent act, error or omission, misstatement, misleading statement, or breach of duty by the insured while performing the Association's business.
- **100% Indemnification** - Up to the limit of liability, which pays 100% of court judgments and out of court settlements for covered lawsuits, subject to the retention.
- **Pays all Legal Costs** - Pays all legal costs incurred in the course of defending a covered lawsuit, in addition to the limit of liability.
- **Insured's Consent** - Claims will not be settled without the consent of the insured. However, if the insured refuses a settlement recommended by the Company, coverage is limited to the amount of the proposed settlement plus legal expense.
- **Monetary and Non-Monetary Claims are insured** - The latter is typically any judicial or administrative proceeding in which the insured is subjected to a binding adjudication for damages or other relief.
- **Publisher's Liability** – Claims arising out of defamation, including but not limited to libel or slander, or a publication or utterance in the course of or related, to advertising, broadcasting, or telecasting activities conducted by or on behalf of the **Entity**. Covered persons are those outlined in item A of this section.

- **Personal Injury** – Libel, slander, defamation of character, to name a few.
- **Employment Practice Liability** – Breach of actual or implied contract of employment; violation of anti-discrimination statutes, including harassment; libel or slander related to any employment relationship with the “entity;” retaliation for the exercise of a public right or duty; intentional or negligent infliction of emotional distress “arising out of” any employment relationship with the “entity;” or wrongful failure to hire or promote, wrongful demotion, or wrongful termination.
- **Claim** - A formal or informal, written or oral, demand for monetary or non-monetary damages.
- **Loss** – Any amount that the insured is legally obligated to pay; but does not include fines or penalties imposed by law and/or any of the following: Criminal or civil fines or penalties; taxes; or any matters deemed uninsurable under law.
- **Major Exclusions** – claims based upon, alleging or arising out of:
  1. Gaining of any personal profit or advantage to which the insured is not legally entitled.
  2. Committing, in fact, any deliberate or intentional fraudulent or dishonest acts.
  3. Bodily Injury.
  4. Criminal abstraction, damage to or destruction of tangible property.
  5. Fiduciary capacity as respects employee benefits plan, including ERISA.
  6. Violation of statute or ordinance with knowledge or consent of insured.
  7. Pollution, Nuclear, Asbestos.
  8. Tortious or negligent breach of contract, except written or implied contract relating to person’s employment by insured.
  9. Securities.
  10. Breach of Contract, except employment related. A \$100,000 defense sublimit is provided for non-employment situations.
- **Coverage Territory - Worldwide.** (change from previous year, effective 01/01/00)
- **12 Month Discovery Period** - Provides a (12) calendar month extension, following the cancellation or non-renewal of the Association’s coverage, for reporting only those claims occurring prior to the cancellation/expiration date of the policy, at an additional cost to the Association. Written notice of their intention must be given by the association within (60) days of the cancellation or non-renewal. This discovery period does not increase the limit of liability.