

**ACTIONS WITHOUT A MEETING
BY ALL OF THE DIRECTORS OF THE
INTERNATIONAL CLARINET ASSOCIATION**

as of June 21, 2018

The undersigned, being all of the Directors of the International Clarinet Association, a Delaware non-profit corporation (the "Corporation") do take and adopt the following actions without a meeting, pursuant to the authority of Delaware Code §228.

WHEREAS, the Corporation desires to clarify and establish certain policies to be applicable to its members, employees, Directors, performers, business associates and vendors who participate in events or activities sponsored by the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the following is hereby adopted by the Corporation and shall be referenced as its "Values Statement":

ICA Values Statement

The International Clarinet Association is committed to fostering a safe and comfortable environment for all its officers, employees, members, performers, students, vendors, business associates, and visitors who attend or participate in any ICA-sponsored event or activity. This means that all participants are treated with courtesy, fairness, and mutual respect while participating in ICA events. Accordingly, the ICA requires its members and affiliates to maintain the highest standard of professional conduct and personal integrity while attending any event or activity sponsored by the ICA.

RESOLVED FURTHER, that the following is hereby adopted by the Corporation and shall be referenced as its "Statement of Commitment to Diversity and Inclusion":

ICA Statement of Commitment to Diversity and Inclusion

The ICA promotes clarinetists from all backgrounds coming together for inspiration and for cultivating personal, professional, and artistic excellence, in furtherance of its Mission Statement. All members, employees and participants are responsible for fostering a climate of mutual respect at all ICA events by nurturing an atmosphere that promotes equal opportunity and prohibits discriminatory practices and treatment. The ICA is committed to protecting such an atmosphere for all the participants at its events.

RESOLVED FURTHER, that the following is hereby adopted by the Corporation and shall be referenced as its "Policy Prohibiting Harassment and Discrimination":

ICA Policy Prohibiting Harassment and Discrimination

The ICA prohibits any forms of harassment, discrimination, or bullying on the basis of an individual's actual or perceived race/ethnicity, sex, gender identity, sexual orientation, religion, national origin, age, marital status, disability, or any other protected class pursuant to applicable law, in its workplace or at any ICA function or event. Harassment is any behavior that causes distress, feelings of a lack of safety, or actual physical harm. This policy is mandatory for all officers, employees, members, performers, students, vendors, business associates, and visitors. Offending persons will be subject to appropriate disciplinary or legal action. Such disciplinary action may be, for example, termination of a business relationship, termination of membership and/or ineligibility to participate in future ICA events, and/or termination of employment, depending on the status of the offender and the nature and severity of the offense.

As an organization committed to ensuring the safety and well-being of its members, the ICA has a procedure in place, specified in its Bylaws, to terminate a membership when the Board of Directors, in concert with the Ethics Board, determines that the purposes of the Corporation are adversely affected by a member's conduct. In all such cases, the process provided in the ICA Bylaws shall be followed.

If any member or participant has experienced or is experiencing any conduct prohibited by this policy, a Director should be notified immediately and an investigation into the incident will be conducted. Any employee experiencing conduct in violation of this policy can notify a Director without fear of reprisal or retaliation, as any reprisal or retaliation regarding a good faith complaint is strictly prohibited.

This writing constitutes a complete record of actions taken by all of the Directors of the Corporation, effective the date first written above.

Caroline Hartig



President

Mitchell Estrin



President Elect

Denise Gainey



Secretary

Tod Kerstetter



Treasurer