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## BPA WORLDWIDE RULES

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# **BYLAWS**

**December 2007**

## **N1.0 OBJECTS**

### **N1.1.1**

The objects of BPA Worldwide shall be:

- to develop, promote and implement programs for the continuing improvement of circulation practices and related marketing services in the Newspaper industry;
- to develop, promote and implement programs for the continuing education of publishers of Newspaper, advertisers and advertising agencies with respect to circulation practices and related marketing services, procedures and records;
- to develop and promote programs for the dissemination of information and material with respect to circulation practices and related marketing services, procedures and records to publishers of Newspaper, advertisers, and advertising agencies;
- to provide consultation, guidance and advice to publishers of Newspaper, advertisers and advertising agencies with respect to circulation practices and related marketing services, procedures and records;
- to develop standards, procedures and records for determining the type and volume of the circulation and related marketing services of Newspaper;
- to apply those standards, procedures and records to the determination and verification of the type and volume of the circulation and related marketing services of Newspaper, and to report thereon to the Newspaper and advertising industries;
- to act as a clearing house and information center for the type of services, activities and projects which come within the purview of the purposes of this organization.

### **N1.1.2**

In implementation of Section N1.1.1 of this section:

- to issue standardized statements of circulation and related marketing services of publisher members;
- to ascertain the accuracy of the figures shown in these circulation statements by means of auditors' examination of any and all records considered by the Corporation to be necessary to issue periodically, at least once a year, a report made by a representative of the Corporation on each publisher member;
- to disseminate pertinent circulation and related marketing services data concerning its publisher members for the benefit of advertisers, advertising agencies and publishers; and
- to do in general all things permitted by law to advance the welfare of its members.

## **N2.0 - MEMBERSHIP**

### **Eligibility and Transferability**

#### **N2.1**

There shall be the following four classes of membership:

*Advertisers*  
*Advertising Agencies*  
*Publishers*  
*Associates*

#### **N2.2**

Any advertiser, advertising agency or any publisher of a Newspaper, as defined by the Rules of the Corporation, or any other organization legitimately requiring circulation information, shall be eligible for membership.

#### **N2.3**

Membership shall not be transferable unless the following conditions are met:

##### **N2.3.1**

The publisher member selling the magazine is in good standing.

##### **N2.3.2**

The circulation records of the magazine have been approved by the President.

##### **N2.3.3**

The Purchaser executes and files a transfer of membership form with the Corporation for the magazine.

##### **N2.3.4**

All outstanding charges owed by the seller have been paid in full.

##### **N2.3.5**

Prior written approval from the President of BPA Worldwide is obtained.

#### **N2.4**

No publisher otherwise eligible to membership shall be admitted to membership except as a publisher member.

## **N2.5**

No applicant shall be admitted to membership except upon the affirmative vote of a majority of the Board of Directors. Of the affirmative votes necessary for approval of membership, at least one vote shall be required from the directors in each of the following classes of membership represented on the Board:

*Advertisers*  
*Advertising Agencies*  
*Publishers*

### **N2.6.1**

Any individual, firm or corporation, owning, publishing, controlling or distributing more than one magazine must have a separate membership for each magazine in order to obtain membership benefits for each magazine.

### **N2.6.2**

Advertisers and advertising agencies, in addition to or in lieu of one overall company membership, may obtain a separate membership for any one or all of their branch offices, divisions or subsidiaries. Each separate membership shall carry with it all of the privileges and obligations of membership set forth in the Bylaws and the Rules promulgated by the Board of Directors.

## **Application for and Acquisition of Membership Status**

### **N2.7**

Application for membership shall be made on forms provided by the Corporation. The applicant shall agree to abide by the Bylaws and Rules of the Corporation and all amendments and additions that may be made to them.

Whenever reference is made in the Bylaws and in the Rules to a member, the provision of the Rules and Bylaws shall apply equally to applicants for membership.

### **N2.8.1**

Each applicant for publisher membership shall deposit with the Corporation, together with the application, the annual dues and the auditing charge plus the application fee of twenty-five percent of the annual dues and auditing charge. The President shall screen the application and within a reasonable time after the receipt of the application and deposit shall determine whether the publisher's books and records are adequate for auditing purposes in accordance with the standards and requirements of the Corporation.

### **N2.8.2**

If the applicant's books and records are inadequate the President shall request the applicant to install and maintain records in accordance with the Rules of the Corporation. If the applicant refuses to do so, or has failed to do so within the time limits imposed by the President, or if the application is withdrawn, the application shall automatically be rejected and the entire application fee and entire annual dues, and 50% of the auditing charge deposited with the application shall be forfeited to the Corporation. If, however, the audit has been made or attempted, the entire auditing charge shall be forfeited.

### **N2.8.3**

A publisher applicant may publicize the fact that they have applied for membership. However, if a publisher applicant who has publicized this fact fails to become a member within six months after the date of their application, or within such further time as may be granted by the President, the application shall be automatically rejected and the entire application fee, annual dues and auditing charge deposited with the application shall be forfeited to the Corporation. However, if the applicant permanently discontinues publication of the magazine within the six months following the date of their application, this forfeiture provision shall not apply to such applicant.

### **N2.9.1**

The President shall cause an audit to be made of the applicant's books and records in accordance with the Rules of the Corporation. Upon the completion of the audit, the President shall submit the application for membership to the Board together with the report on the findings of the audit and the recommendation for or against the acceptance of the application for membership.

### **N2.9.2**

No applicant shall be accepted for membership until the initial audit has been approved by the Board of Directors.

### **N2.9.3**

No audit shall be released until the applicant has been accepted for membership by the Board.

### **N2.10.1**

On application, admission to membership, and annually thereafter, or at any time thereafter when required by the Board of Directors, a member shall designate in writing and file with the Corporation, on forms to be furnished by the Corporation, the name of a registered agent or representative authorized and empowered to act in all dealings with the Corporation, as well as to vote on behalf of the member on all membership meetings of the Corporation. Such designation shall be limited to employees or officers of the member, and may be changed at any time by filing with the Corporation a certificate canceling the authority of the agent or representative and designating some other person to act as agent or representative.

### **N2.10.2**

A member shall always have the right to execute a valid proxy to any person other than the member's registered agent or representative, authorizing such other person to vote at any meeting of the Corporation, but in the absence of such a proxy, the registered agent or representative shall be deemed to have full voting rights on behalf of the member.

### **N2.11**

A membership certificate showing the date of admission to membership shall be issued to each member. A new certificate may be issued in case of loss or destruction of such membership certificate. Termination of membership bars the former member's right to use of the membership certificate.

## **Obligations of Membership and Standards of Conduct**

### **N2.12**

Members shall pay their dues and other charges within thirty days of receipt of a bill from the Corporation.

### **N2.13**

Publisher members must install, maintain and make available to the auditors of the Corporation at all times, true and correct records of circulation capable of being audited in accordance with the established Rules of the Corporation.

#### **N2.14.1**

Publisher members shall file true statements of circulation with the Corporation in accordance with the Rules of the Corporation. These statements shall be attested to by the circulation manager and by the publisher or business manager of the magazine; or in lieu of the publisher or business manager, by an individual duly authorized by the publisher. Each audit report and each circulation statement issued to the members shall contain figures and facts bearing on the quantity, quality, distribution of circulation and circulation methods. These statements shall be released and distributed promptly by the Corporation and audited by the Corporation in accordance with its Rules.

#### **N2.14.2**

If the audit of a magazine member cannot be completed within thirty days from the start of the audit because of the failure of the publisher to either maintain or provide necessary documents required by the Bylaws and Rules, the President will review the audit and shall have the authority to suspend services to the magazine member until the audit is completed, and the President may issue a bulletin to the BPA Worldwide membership to that effect.

### **N2.15.1**

Duly authorized representatives of the Corporation shall have the right of access, at any time, to all books and records of publisher members deemed necessary by the Corporation to accomplish the objects of the Corporation. By way of illustration but not of limitation, such access may be required by the Corporation:

#### **N2.15.1.1**

To make an audit.

#### **N2.15.1.2**

To confirm any details of a circulation statement submitted to the Corporation, whether that statement has been released or not.

#### **N2.15.1.3**

To investigate the accuracy of an audit report or statement already released.

#### **N2.15.1.4**

To obtain information which, in the opinion of the President, may be pertinent to a future circulation statement or audit report.

#### **N2.15.2**

Should it be deemed necessary by the representatives of the Corporation, they shall be permitted by the publisher to remove pertinent records from the publisher's place of business for review and analysis at the office of the Corporation.

#### **N2.16.1**

A magazine member shall not disseminate nor permit to be disseminated on its behalf any fraudulent, inaccurate or misleading claims with respect to any aspect of its circulation or of the circulation of another magazine, whether such dissemination is in the form of advertisements, promotional material, letters or internal memoranda. A violation of this section may constitute both a violation of the publicity rules which is subject to Section N9.0 of these Bylaws and an offense which is subject to Section N10.0 of these Bylaws.

#### **N2.16.2**

A magazine member shall be responsible for the accuracy and validity of all claims, figures, and advertising or promotional material disseminated by it or on its behalf whether or not any reference, direct, indirect or implied, is made to the Corporation.

#### **N2.17**

Should it be necessary for the Corporation to take any action, whether by internal procedure or by litigation or arbitration, to enforce any Bylaw or Rule, or to collect any monies due it, the member or former member against whom such action is taken shall be responsible for and shall pay to the Corporation all costs and expenses incurred by the Corporation in connection with such action, including by way of illustration and not limitation, the cost of auditor's and staff time, postage, printing, supplies and reasonable attorney's fees.

#### **N2.18**

Members waive any right to assert claims for money damages against the Corporation for any action, negligence or breach relating to its performance or non-performance of its activities or services, except that this waiver shall not apply to damages that are determined by final adjudication to have arisen from gross misconduct on the part of the Corporation.

#### **N2.19**

If the Corporation is subjected to any claim, action or proceeding arising, in whole or in part, from failure of any member to abide by the terms of these Bylaws, then the member shall fully reimburse and indemnify the Corporation for all costs and expenses (including reasonable attorney's fees) incurred in the defense of the Corporation and for all sums paid by way of settlement, judgment or other disposition.

### **N2.20.1**

A member shall not make or bring any claim, suit or proceeding against the Corporation until after the member has exhausted all rights and remedies provided for in the Bylaws and Rules.

### **N2.20.2**

All actions or proceedings brought against the Corporation by a member shall be brought only in a court located in the same city as the principal office of the Corporation.

### **N2.20.3**

Any member who brings an action against the Corporation shall fully reimburse the Corporation for all costs and expenses (including reasonable attorneys' fees) which the Corporation incurs, unless the member's action is successful in establishing a right to the relief sought.

## **N3.0 DUES, CHARGES AND SERVICES**

### **N3.1.1**

*Advertiser Members* - Annual dues, \$200 for each separate membership payable in advance. Each member will receive a membership certificate, have one vote and will receive the BPA Worldwide Annual Report.

One copy of each of the first 100 BPA Worldwide printed reports ordered shall be complimentary. All other services requested shall be charged at a rate to be set by the Board of Directors.

### **N3.1.2**

*Advertising Agency Members* - Annual dues, \$200 for each separate membership payable in advance. Each member will receive membership certificate, have one vote and will receive the BPA Worldwide Annual Report.

One copy of each of the first 100 BPA Worldwide printed reports ordered shall be complimentary. All other services requested shall be charged at a rate to be set by the Board of Directors.

### **N3.1.3**

*Newspaper Members* Annual dues, \$200 payable in advance. Auditing charge, set by the Board of Directors, payable in advance, based on total distribution as published in BPA Worldwide Auditing Fees & Services.

The amount of time allowed for each audit shall also be published in BPA Worldwide Auditing Fees & Services.

Any and all additional time required to make an audit, over and above the allowed for the above auditing charges, shall be charged at an hourly rate set by the Board of Directors.

Minimum printing quantities of each circulation statement and audit report, and processing, preparation, and printing charges for each circulation statement and audit report shall be charged at a rate set by the Board of Directors as published in BPA Worldwide Auditing Fees & Services.

### **N3.1.3 (continued)**

Newspaper members may receive one complimentary copy each of every circulation statement and audit report printed by the Corporation.

Newspaper members may obtain additional circulation statements and audit reports of their own or other magazine members by paying a stipulated fee, as published in BPA Worldwide Auditing Fees & Services.

### **N3.1.4**

*Newspaper Applicants* - Annual dues and auditing charge plus application fee payable at time of application. Application fee shall be 25% of annual dues and auditing charge.

### **N3.1.5**

*Associate Members* - Annual dues are to be set by the Board of Directors, payable in advance, as published in BPA Worldwide Fees & Services.

### **N3.2**

Should a member fail to pay any invoice rendered them by the Corporation and said invoice remains unpaid ninety days after it is rendered, services shall be suspended, and the President shall have the authority to automatically terminate membership. All provisions of Sections N10.7.1 through N10.8 shall apply to said member.

## **N4.0 - BOARD OF DIRECTORS**

### **N4.1.1**

The control and management of the Corporation shall be vested in a Board of Directors consisting of thirty-two members who shall be either members of the Corporation or employees of members specifically designated and authorized by a member to act as a Director.

### **N4.1.2**

Directors shall serve without salary for a period of three years commencing with their election at the Annual Meeting of the Corporation and terminating upon the election and qualification of their successors. No director shall serve for more than two consecutive terms.

### **N4.1.3**

Directors shall be elected by the members of the Corporation at each annual meeting thereof.

### **N4.1.4**

Any vacancy occurring shall be filled by the Board of Directors. Any Director appointed to fill a vacancy shall serve until the next annual meeting, at which time the unexpired term, if any, of the vacant directorship shall be filled in accordance with the procedure for the election of directors provided for herein.

## **N4.2**

The Board of Directors shall consist of:

Seven advertiser members from countries or territories other than Canada.

Seven advertising agency members from countries or territories other than Canada.

Twelve publisher members from countries or territories other than Canada.

An aggregate of three advertisers and advertising agency members from Canada, provided that such group shall contain at least one advertiser member and one advertising agency member.

Three publisher members from Canada.

Director Emeritus as provided in Section N5.0.

## **N4.3.1**

The Directors of each class shall nominate candidates to succeed the Directors in that class whose terms will expire on the annual meeting date. Such nominations must be made at least ten days prior to the annual meeting, and in any event, prior to the mailing of notice of the annual meeting to the members. This slate of nominees shall be included in the notice of the annual meeting sent to the members.

## **N4.3.2**

The candidates to succeed the Directors, whose terms will expire on the annual meeting date, may also be nominated for election to the Board of Directors by written nomination signed by a minimum of five members of the class of membership involved. Such written nominations must be filed with the President not less than fifteen days prior to the annual meeting, and written notice of such nominations shall be sent to the members no less than ten days prior to the annual meeting.

## **N4.3.3**

After the slates of nominees for election as Directors referred to in Sections N4.3.1 and N4.3.2 above, have been presented to the members at the annual meeting, any member may nominate, from their class of membership, candidates to succeed the Directors of that class whose terms will expire at the annual meeting date.

## **N4.3.4**

After all nominations for election of Directors have been presented, the voting members shall vote on their election.

## **N4.4**

The Board of Directors shall have the power to make and enforce such Rules as it deems necessary for the fulfillment of the objects of the Corporation and for its proper operation and conduct. Such Rules shall remain in full force and effect until rescinded by the Board of Directors.

#### **N4.5**

The Board of Directors shall create an Executive Committee composed of the Chairperson of the Board, the 1<sup>st</sup> Vice Chairperson, the 2<sup>nd</sup> Vice Chairperson, the Secretary, the Treasurer, the Assistant Treasurer, the President, three additional advertiser, advertising agency and/or publisher members, and the retiring Chairperson of the Board, if any, who shall not be eligible to serve more than one year after their retirement as Chairperson of the Board. The Executive Committee shall include three members from Canada being one advertiser, one advertising agency and one publisher member. The Executive Committee shall have such powers and authority as shall be determined by the Board of Directors.

#### **N4.6**

Each Director and Officer of the Corporation shall be indemnified by the Corporation against all judgments, costs and expenses (including counsel fees) reasonably incurred by, or imposed upon them in connection with or resulting from any action, suit or proceeding to which they may be made a party by reason of their being, or having been a Director or Officer of the Corporation, or of any other corporation or association in which they served as Director or Officer at the request of the Corporation, including any civil proceeding under the Anti-Trust Laws of the United States (whether or not they continue to be a Director or Officer at the time when such judgments, costs or expenses are incurred or imposed), except in relation to matters as to which a recovery shall be had against them by reason of their having been finally adjudged in such action, suit or proceeding to have been derelict in the performance of their duties as such Director or Officer. The foregoing right of indemnification shall not be exclusive of other rights to which any Director or Officer may be entitled as a matter of law.

#### **N4.7.1**

Any action required or permitted to be taken by the Board of Directors or any Committee thereof may be taken without a meeting if all members of the Board or Committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consent thereto by the members of the Board or Committee shall be filed with the minutes of the proceeding of the Board or Committee.

#### **N4.7.2**

All the members or any one or more of the members of the Board of Directors or any Committee thereof may participate in a meeting of the Board of Directors or a Committee thereof by means of conference telephone or similar communications equipment allowing all persons participating in the meeting to talk to each other and to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting of the Board of Directors or a Committee thereof.

### **N5.0 - ELECTIVE OFFICERS**

#### **N5.1**

The elective officers of the Corporation shall consist of a Chairperson of the Board, a 1<sup>st</sup> Vice Chairperson, a 2<sup>nd</sup> Vice Chairperson, a Secretary, a Treasurer, and an Assistant Treasurer, all of whom shall serve without pay and shall hold office for a period of one year, and until the election and qualification of their successors.

**N5.2**

These officers shall be elected by the Board of Directors from its members at the Annual Board Meeting immediately following the annual meeting of members.

**N5.3**

Only Advertiser or Advertising Agency members or their registered agents or representatives shall be eligible for the offices of Chairperson of the Board, 1<sup>st</sup> Vice Chairperson, and 2<sup>nd</sup> Vice Chairperson.

**N5.4**

The Chairperson of the Board shall not serve for more than two consecutive terms. In the event the Chairperson is permanently incapacitated or unable to perform their duties, the Board shall elect a new Chairperson. In the event the termination of the Chairperson's term of office as Director coincides with the termination of their term of office as Chairperson of the Board, they shall continue as a member of the Board with the title of Director Emeritus for a period of one year, and in that capacity and during that year shall have all the benefits and status of a Director other than the right to vote.

**N5.5**

The Chairperson of the Board shall be the presiding officer at all meetings of the Corporation and of the Board of Directors. Subject to the approval of the Board, the Chairperson shall create such committees as may be necessary to carry on the business of the Corporation, and shall appoint the members and the chairperson thereof. The Chairperson shall be an exofficio member, without vote, of all committees except in the case of a tie, in which event the Chairperson shall cast the deciding vote.

**N5.6**

The 1<sup>st</sup> Vice Chairperson and 2<sup>nd</sup> Vice Chairperson, in that order, shall perform the duties of the Chairperson of the Board in their absence or temporary incapacity to act, and shall also perform such other special duties as may from time to time be delegated to them by the Chairperson of the Board or by the Board of Directors.

**N5.7**

The Secretary shall be responsible for issuing all required notices to the members; keeping the minutes of all meetings of the Members of the Corporation, the Board of Directors and the Executive Committee; keeping the records of the Corporation in appropriate form; and performing all duties incident to the office of Secretary.

**N5.8.1**

The Treasurer shall supervise the accounts and properties of the Corporation. The Treasurer shall be responsible for the receipt of all monies, the payment of all bills, and the preservation of all vouchers for payments. The Treasurer shall render a complete report of the office at the Annual Meeting of the Corporation, and such other reports at such times as may be required by the Board of Directors. The Treasurer's accounts shall be audited annually by a Certified Public Accountant appointed by the Board of Directors, and the cost of such audit shall be paid by the Corporation.

### **N5.8.2**

The Assistant Treasurer shall perform the duties of the Treasurer in the absence or temporary incapacity of the Treasurer to act.

### **N5.8.3**

The Treasurer, Assistant Treasurer and any other officers and employees of the Corporation as may be decided by the Board of Directors, shall be bonded at a sum set by the Board of Directors, and the cost for such bond shall be paid by the Corporation.

## **N6.0 - ADMINISTRATIVE OFFICERS**

### **N6.1.1**

The Board of Directors shall appoint a President who shall serve as the chief executive officer of the Corporation. The Board of Directors may appoint one or more Vice Presidents and one or more Assistant Secretaries.

### **N6.1.2**

The President, Vice Presidents and Assistant Secretaries shall not be members of the Board of Directors and need not be members of the Corporation.

### **N6.1.3**

The Executive Committee shall fix the remuneration of the President.

### **N6.2**

The President, as chief executive officer, shall be responsible to the Board of Directors and be subject to its control, direction and supervision. The President shall direct the operations of the Corporation; interpret and enforce the Rules fixed from time to time by the Board of Directors for the members; investigate charges and accusations against members and make reports thereon to the Board of Directors, make all necessary contracts on behalf of the Corporation subject to the prior approval of the Board of Directors; employ, discharge and fix compensation of all subordinate employees as may be reasonably required for carrying on the general operations of the Corporation. In addition, the President shall attend all regular and special meetings of the Board of Directors and the membership, and make such other reports as may be required by the Board of Directors.

### **N6.3**

The Vice Presidents and Assistant Secretaries, under the supervision of the President, shall perform such functions and duties as are determined by the Board of Directors.

### **N6.4.1**

Any question as to the interpretation or application of the Bylaws or Rules of the Corporation shall be resolved by the President. In the event any situation arises which is not covered specifically by the By-laws or Rules, it shall be resolved by the President, whose decision shall be final, subject to the members' right of appeal.

#### **N6.4.2**

Any member shall have the right to appeal to the Board of Directors from any such decision of the President or from any action by the auditors or management affecting such member.

### **N7.0 - MEETINGS**

#### **Membership**

##### **N7.1.1**

The annual meeting of the members of the Corporation shall be held in May at a time and place designated by the Board of Directors.

##### **N7.1.2**

Not less than ten nor more than fifty days written notice shall be given to all members having the right to vote. The meeting notice shall list, in addition to other pertinent information, the slate of directors to be voted upon for election, and the text of any proposed amendments to the Bylaws or Certificate of Incorporation.

##### **N7.2**

Special meetings of the Corporation may be called by the Chairperson of the Board, or shall be called by the Chairperson upon written request of at least seven members of the Board of Directors, or at least 10% of the members having the right to vote. Not less than ten or more than forty days written notice shall be given of such special meetings. The notice shall state specifically the purpose for which the special meeting is called.

##### **N7.3.1**

Each Advertiser and Advertising Agency member shall have one vote.

##### **N7.3.2**

Each Publisher member shall have one vote for each magazine membership maintained in accordance with Section N2.6.1 of these Bylaws.

##### **N7.3.3**

Members of the associate class shall not be entitled to a vote.

##### **N7.3.4**

Votes may be exercised by the registered representative or agent of a member either in person or by proxy.

##### **N7.4**

It shall be the duty of the President to receive, analyze and report to the Chairperson of the Board upon the credentials of all members claiming the right to vote at meetings; whether in person or by proxy.

**N7.5**

The proxy of a member must be executed by a duly authorized officer of a corporate member, or partner of a partnership member, or the owner in case of an individual ownership member.

**N7.6**

Any member in arrears to the Corporation or on probation, shall not have the right to vote at any meeting of the Corporation until such arrears have been paid or the probation has been terminated.

**N7.7**

At any meeting of the Corporation, 10% of the members of each class having voting rights shall constitute a quorum. A majority vote of those present, in person or by proxy, shall decide all questions except as otherwise specified in the Bylaws.

**Board of Directors****N7.8**

The Board of Directors shall hold four regular meetings a year inclusive of the annual meeting. The annual meeting shall be held immediately following the adjournment of the annual meeting of the Corporation.

**N7.9**

Special meetings of the Board of Directors shall be held upon the call of the Chairperson of the Board, or upon the written request of seven members of the Board.

**N7.10**

Not less than four days written notice of any meeting shall be given to all Directors. The notice shall state specifically the purpose for which the meeting is called.

**N7.11**

Eleven members of the Board of Directors shall constitute a quorum of the Board.

**N7.12**

Any Director absent without good cause from four consecutive meetings of the Board, may be dropped from membership of the Board by a vote of the Board.

**N7.13**

Directors' meetings may be held within or outside of the State of New York.

## **N8.0 - MEMBERSHIP RESIGNATION**

### **N8.1**

A member may resign at any time contemporaneous with or subsequent to their submission of a written resignation, provided such member is not indebted to the Corporation and subject to the conditions set forth in the following sections.

### **N8.2**

A publisher member's resignation shall not be accepted nor, in any event, become effective until all outstanding circulation statements with the Corporation have been audited and approved by the Corporation. This provision shall not apply to magazines which have ceased to publish.

### **N8.3**

A publisher member's resignation shall not be accepted if there is any outstanding unpaid dues or indebtedness to the Corporation.

### **N8.4**

Resignation of membership shall operate as a release of all right, title, or interest in the property and assets of the Corporation, and to any right to have the services of the Corporation, and shall automatically and immediately bar such resigning member from the use of the name of the Corporation, any of its audit reports and statements, or its forms and insignia, and from publishing or causing to be published any statement or inference that it is still a member of the Corporation.

### **N8.5.1**

If a member resigns after the annual dues have been paid, there shall be no rebate on any part of said annual dues.

### **N8.5.2**

If a member resigns after the annual dues have become due and payable without having paid said annual dues, the member shall remain liable for the same.

### **N8.6**

Resignation of membership bars the resigned member's right to use of the membership certificate.

### **N8.7**

A member shall be liable for their annual dues until the written resignation of said member is accepted and approved by the Board of Directors.

### **N8.8**

A notice announcing the resignation of a member shall be published and distributed to the members and to such other organizations as the Board of Directors may authorize.

## **N9.0 - PUBLICITY RULES VIOLATIONS**

### **N9.1.1**

A complaint charging a publisher with a violation of Sections N2.16.1 and N2.16.2 of these Bylaws or of a Publicity Rule, may be initiated by any member, manager, officer, or the President of the Corporation.

### **N9.1.2**

Complaints shall be initiated and processed in accordance with the rules promulgated by the Board of Directors. These rules shall be incorporated in the "Rules of the Corporation" governing publicity.

### **N9.2.1**

The President shall have all complaints investigated without delay and shall, if warranted in the President's judgment, attempt to resolve the complaint in-formally.

### **N9.2.2**

It shall be the duty of a member to cooperate fully in any such investigation including, if necessary, making all pertinent records available for such investigation.

### **N9.2.3.1**

If the complaint is not settled informally, the President shall determine whether or not a violation of the publicity rules has occurred and what action, if any, shall be taken. By way of illustration and not limitation, the President may direct that a bulletin to the membership be issued or that the publisher discontinue the dissemination of or modify the item about which the complaint was made.

### **N9.2.3.2**

If the President decides that no violation has occurred, the President shall advise all parties to the matter in writing. The President's decision shall be final unless a member appeals, in writing, to the Publicity Policies Subcommittee within five business days from the receipt of the President's decision in which event, the complaint shall be further processed as provided hereafter. If a member does not file an appeal within the time limit specified, no further action shall be taken.

### **N9.2.3.3**

If the President decides that a violation has occurred, the President shall, in writing, advise the member against whom the complaint was made of the decision and shall include with the decision a copy of any bulletin to be issued to the membership. The President's decision shall be final unless the member against whom the complaint has been made appeals in writing to the Publicity Policies Subcommittee of the Executive Committee within five business days from the date of the receipt of the President's decision, in which event, the complaint shall be further processed as provided hereafter.

## **N9.3**

In the event an appeal is taken from the President's decision, the President shall present all of the facts pertaining to the alleged violation to the Publicity Policies Subcommittee of the Executive Committee, and by vote of the majority of its members, the Publicity Policies Subcommittee of the Executive Committee

**N9.3** (continued)

shall have the authority to affirm, disaffirm or modify the decision of the President and its decision and determination shall be final.

**N9.4**

Any bulletin issued to correct the record with respect to Publicity Rules Violations shall have printed thereon the following legend:

*"This bulletin is issued to correct the record and does not constitute an official censure as provided in Section N10.0 of the Bylaws."*

**N9.5**

The issuance of a bulletin to correct the record shall not preclude or be in lieu of any action by the Executive Committee or Board of Directors under Section N10.0 of these Bylaws with respect to the violation. In every case in which a bulletin to correct the record is released, the case shall be reviewed by the Executive Committee at its next meeting to determine whether further action shall be taken under Section N10.0 of the Bylaws.

**N10.0 - OFFENSES AND PENALTIES**

**N10.1**

A member found guilty of any of the offenses listed hereafter may be censured, placed on probation or expelled.

**N10.1.1**

Failing to file circulation statements as required by the Rules.

**N10.1.2**

Filing a false or fraudulent circulation statement with the Corporation.

**N10.1.3**

Refusing to allow an auditor of the Corporation full access at any time to all records as provided by the Bylaws and Rules, and refusing an auditor of the Corporation the right to take records to the office of the Corporation for further analysis and review.

**N10.1.4**

Failing to pay dues or other indebtedness as required by the Bylaws.

**N10.1.5**

Violating any Bylaw or Rule of the Corporation.

**N10.1.6**

Violating any agreement made with the Corporation.

**N10.1.7**

Making false, fraudulent or misleading statements as to circulation, distribution or coverage.

**N10.1.8**

Dishonest, fraudulent or dishonorable conduct in dealing with the Corporation.

**N10.1.9**

Any act deemed by the Board of Directors to be detrimental to the interests or the welfare of the Corporation and the publishing industry.

**N10.1.10**

Conduct not in harmony with or in violation of honest publishing ethics.

**N10.2.1**

Should any member file charges against any other member, or should any officer, director or the President have reason to believe that any member has been guilty of any offense enumerated in the Bylaws, the President shall cause an investigation to be made without delay.

**N10.2.2**

It shall be the duty of a member to cooperate fully in any such investigation including, if necessary, making all its records available for such investigation.

**N10.3**

If, in the opinion of the President, no offense enumerated in the Bylaws has occurred, the President shall so notify the complaining member, and no further action shall be taken. If the complaining member is still of the opinion that an offense has occurred, they may appeal to the Executive Committee.

**N10.4.1**

If in the opinion of the President an offense has occurred, the President shall have served upon the member involved a copy of the complaint made against them.

**N10.4.2**

The complaint shall be served upon the member either personally, by leaving the same at the member's business address as registered with the Corporation during business hours, or by mailing it to said member at its business address by mail or courier.

#### **N10.4.3**

Said member shall have ten days, or such further time as the President may grant, from the date of the service of the complaint or charges to answer the same. The answer shall be in writing signed by the accused member.

#### **N10.4.4**

All decisions of the Executive Committee and of the Board of Directors with respect to any complaint made against a member, shall be served on such member, in writing, either personally, by mail or courier, directed to the member's address as registered with the Corporation, and the date when personal service is made or when the mail or courier package is signed for at the place of business of the member, shall be the date which shall start the time to appeal running, as provided to hereinafter.

#### **N10.5.1**

The Executive Committee at a regular or special meeting subsequent at the close of the ten-day period in which the answer was due, shall proceed to consider the charge or charges and make its decision. Ten day's written notice of such meeting shall be sent to the accused member. The accused member shall be entitled to be present at the meeting and shall be permitted to examine or cross-examine any witnesses produced before the Executive Committee, or to present such testimony, defense or explanation as they may have.

#### **N10.5.2**

The Executive Committee, by the affirmative vote of the majority of the members of the Committee present at a duly constituted meeting, shall have the authority to determine:

##### **N10.5.2.1**

Whether a member has been guilty of any of the offenses enumerated herein.

##### **N10.5.2.2**

The penalty to be imposed on such members.

#### **N10.5.3**

In all cases where the Executive Committee finds the accused member guilty and imposes the penalty of censure, its decision shall be final and enforced immediately.

#### **N10.5.4**

A bulletin announcing the censure of a member may be published and distributed to the members and such other organizations as the Executive Committee may authorize in its discretion.

#### **N10.5.5**

In all cases where the Executive Committee finds the accused member guilty, and imposes the penalty of probation or expulsion, its decision shall neither become final nor publicized nor enforced until 15 days after service of its written decision upon the accused member as provided hereafter.

**N10.5.6**

The accused member, if placed on probation or expelled by the Executive Committee, shall have the right to file an appeal in writing, with the President, requesting that the Board of Directors review the decision of the Executive Committee. Such written appeal must be filed with the President no later than 14 days after service of the decision of the Executive Committee on said member, or within such extended period as may be granted by the Executive Committee.

**N10.5.6**

Should the written appeal be filed in the time provided herein, the decision of the Executive Committee shall not be final but the Board of Directors shall review the decision of the Executive Committee at its next regular or special meeting held after the receipt of the Notice of Appeal. The Board of Directors shall have the power to affirm or disaffirm in whole or in part, the decision of the Executive Committee, and its decision shall become final immediately.

**N10.5.7**

The affirmative vote of the majority of all members of the Board of Directors, present at a duly constituted meeting, shall be required to confirm the penalty of probation or expulsion from membership.

**N10.5.8**

The Board may, at its own discretion, permit the accused member to be present at the meeting at which the decision of the Executive Committee is reviewed. In any event, both the accused and the complainant shall have the right to submit additional documentary evidence or written arguments to the Board for its consideration in reviewing the decision of the Executive Committee on the appeal of the accused member.

**N10.6**

Should a member be found guilty of an offense and placed on probation as provided above, the Executive Committee, or the Board of Directors in the event it reviews the decision of the Executive Committee, may impose such conditions upon the member as the Executive Committee and/or the Board of Directors may, in their decision, determine to be necessary.

**N10.7.1**

Should a member be expelled, such expulsion shall be a complete bar to all right, title or interest in the property and assets of the Corporation and to any right to have the services of the Corporation, and shall automatically and immediately bar such expelled member from the use of the name of the Corporation, and any of its audit reports and statements, its forms and insignia, and from publishing or causing to be published any statement or inference that it is still a member of the Corporation.

**N10.7.2**

Should a member be expelled after the annual dues have been paid, there shall be no rebate of any part of said annual dues.

**N10.7.3**

Should a member be expelled after the annual dues become due and payable without having paid such annual dues, the member shall remain liable for the same. In no event, however, shall a publisher member be liable for any auditing charges, unless an audit has actually been made.

**N10.7.4**

The member is barred from using the membership certificate or replacement certificate or any replacement certificate issued.

**N10.7.5**

A bulletin announcing the expulsion of a member shall be published in print and/or by email, and/or posted on BPA's web site for a period of six months, and/or in such other manner as the Board may authorize. The bulletin shall be distributed to the members and to such other organizations as the Board of Directors may authorize.

**N10.8**

Any member expelled from the Corporation shall not be barred from becoming a member again, but shall be required to apply for new membership and shall be subject to all the requirements of an applicant for new membership. In the case of a publisher member, this provision shall apply to any successor to the expelled member's interest in the magazine.

**N11.0 - AMENDMENTS**

These Bylaws shall remain in full force and effect until repealed or amended by the Board of Directors. However, no repeal or amendment of the Bylaws, in whole or in part, shall be effective unless ratified by two-thirds of the votes cast by the members entitled to vote thereon.

## **NEWSPAPER RULES**

### **BPA Worldwide**

#### **MEMBERSHIP**

##### **N1.0 Obligations of Membership**

###### **N1.1**

All members shall comply with the Bylaws and Rules of the Corporation.

###### **N1.2**

Should it be necessary for the Corporation to take any action, whether internal or by litigation, to enforce any Bylaw or Rule, or to collect any monies due it, the member or former member against whom such action is taken shall be responsible for and shall pay to the Corporation all costs and expenses incurred by the Corporation in connection with such action, including, by way of illustration and not limitation, the cost of auditor's and other staff time spent in connection with the enforcement procedure, postage, printing, supplies, reasonable attorney's fees, whether incurred in an internal enforcement procedure or in litigation in the courts or before an arbitration tribunal, and legal disbursements.

###### **N1.3**

Should it be necessary for the Corporation to participate in a legal proceeding as a witness, the member or former member for whom such action is taken shall be responsible for and shall pay to the Corporation all costs and expenses in connection with such action. This includes, by way of illustration and not limitation, the cost of auditor's and other staff time charged at a rate established by the Board of Directors, postage, reproduction, supplies, and reasonable attorney's fees. This is applicable whether incurred to respond to a subpoena, or appear for deposition, litigation in the courts, an arbitration tribunal, or any other legal proceeding.

##### **N1.4 Employment of BPA Worldwide Personnel**

Should any member, or vendor to a member providing information for the member's audit, employ BPA personnel within three months of having conducted that member's audit, or internal audit review, the Corporation shall conduct a review of the audit at the cost of the corporation. If such review presents issues requiring a re-audit, one shall be conducted. If the re-audit results in adjustments to the previously audited circulation, the member, or associate member, involved shall pay to the Corporation all costs and expenses (travel and otherwise) in connection with conducting such re-audit.

##### **N2.0 Eligibility**

###### **N2.1**

A newspaper applying for membership shall qualify as stated in Section 2.0 of the Bylaws, and shall conform to the following requirements:

###### **N2.2**

It may be a daily, community, or ethnic newspaper.

### **N2.3**

The newspaper shall maintain continuity of style, format, subject or theme from issue to issue.

### **N2.4**

It shall publish for a minimum period of three months before being eligible for an initial audit, subject to the approval of the President.

### **N2.5**

It shall be a newspaper which includes advertising.

### **N2.6**

When a newspaper has a supplement, the President shall determine whether the newspaper is a single qualified newspaper or is, in effect, two or more separate newspapers requiring separate memberships, Circulation Statements and Audit Reports for each newspaper. In order to qualify as a single newspaper, the host newspaper and the supplement shall meet all of the following conditions:

The supplement shall serve the same field as the host newspaper.

The qualified recipients on the lists shall be in the same market. The supplement's recipients may be a subset of the host newspaper's qualified recipients.

The supplement shall be identified separately on advertising rate source material and in circulation promotion. In advertising rate source material, separate reference to each supplement's frequency, issuance and closing dates is required.

If, after consideration of the above conditions, the President determines that the newspaper is, in effect, a single newspaper, the publisher will be given the option to report the circulation at the end of the host newspaper's Circulation Statement.

If the frequency of the supplement does not give cause to publish the supplement with the analyzed issue, and the publisher opts to report the supplement in the host newspaper's Circulation Statement, additional audit procedures may be required of the issue, which includes the supplement.

When the President determines that the newspaper is, in effect, a single newspaper, but the publisher wishes separate Circulation Statements and Audit Reports for each supplement, separate memberships will be required.

### **N2.7**

When a newspaper has extra editions, the President shall determine whether the newspaper is a single newspaper or is, in effect, two or more separate newspapers requiring separate memberships and separate Circulation Statements and Audit Reports for each edition on the basis of the following conditions:

The extra edition is distributed to all or a specifically designated portion of the circulation list of the regular newspaper.

The extra edition is identified on its cover as a special issue of the primary newspaper.

## **N2.7 (continued)**

If, after consideration of the above conditions, the President determines that the newspaper is, in effect, a single newspaper, the President shall require the newspaper to report the extra edition in paragraph 3 of the Circulation Statement and Audit Report, but not in paragraph 1 if the extra issue is distributed to less than the identical circulation list as that of the regular newspaper and a suitable explanation shall be made in paragraph 10 subject to audit.

## **N2.8**

When a newspaper has separate editions such as Total Market Coverage (TMC), Extended Market Coverage (EMC), demographic or geographic, the President shall determine whether the newspaper is a single newspaper or is, in effect, two or more separate newspapers requiring separate memberships, Circulation Statements and Audit Reports for each edition. In order to qualify as a single newspaper, the separate editions shall meet all of the following conditions:

Shall have the same Statement of Publishing and Circulation Policy.

Shall have the same editorial scope with only such variations in editorial matter required by the different demographic or geographic audience served.

The editions shall be identified separately on advertising rate source material.

If, after consideration of the above conditions, the President determines that the newspaper is, in effect, a single newspaper, the publisher will be given the option to report the circulations for each edition separately. If the publisher opts to report each edition separately, the publisher shall report such editions separately in paragraphs 1, 3, 4 and 5 of the Circulation Statement and Audit Report.

When the President determines that the newspaper is, in effect, a single newspaper, but the publisher wishes separate Circulation Statements and Audit Reports for each edition, separate memberships will be required.

## **N3.0 Overseas or Out of Country Audits**

### **N3.1**

Overseas or Out of Country Audits shall mean any audit that shall be performed outside of the physical boundaries of the United States, Canada and United Kingdom (where BPA Worldwide has offices).

### **N3.2**

Whenever it is necessary for an auditor to perform an Overseas or Out of Country Audit, the publisher member shall pay the following fees and charges of such an audit:

The normal auditing and additional hourly charges for the magazine in accordance with Section 3.1.3 of the Bylaws.

An additional charge of 50% of the regular auditing charge to provide for the travel time and lost time to the auditor.

For publishing companies with multiple audits being conducted at the same time, this 50% surcharge shall be levied against only the highest audit charge.

### **N3.2 (continued)**

The “economy or coach” air travel costs of the auditor computed from the auditor’s departure point to the actual location where the audit is made.

### **N3.3**

A member requesting an Overseas or Out of Country audit shall make an advance payment to BPA Worldwide of the estimated charge computed in accordance with the formula set forth in N3.2 of this Section.

### **N3.4**

BPA Worldwide may also require a publisher member requesting an Overseas or Out of Country audit to sign a contract for such audit, the form of which may be fixed by the Board of Directors from time to time, but in any event shall include the substantive provisions of this Section.

## **N4.0 Procedure**

### **N4.1**

An applicant eligible for Newspaper Audit membership in BPA Worldwide shall, in addition to filing an application, proceed as follows:

Fill out and sign a three or six month Circulation Statement and file it with the Corporation. This statement shall be in conformance with Sections N8.0, N9.0 and N10.0 of these rules and shall be the basis for the initial Audit Report.

Provide, maintain and make available to the auditor, all requirements and records as stated in Section N10.0 of these Rules.

### **N4.2**

On receipt of the applicant's first Circulation Statement, the corporation shall, as soon as possible, make an examination of the newspaper's records and complete an initial audit.

### **N4.3**

For auditing single copy sales, final settlement figures shall be available for at least half the issues in the period. The balance of the issues may be projected based on historical average of the settled issues.

### **N4.4**

Upon acceptance and release of this report by a majority of the Board of Directors, the publisher shall be notified that they have been elected to membership.

### **N4.5**

If it is found that the publisher's records are incomplete and the initial audit cannot be made, the publisher shall be required to install and maintain such auditable records as recommended by the Corporation. A newspaper shall not become a member until an auditable statement is submitted and the records are audited in accordance with the instructions from the Corporation. (See Bylaws, Section 2.9.2.)

#### **N4.6**

If the President finds, after a sufficient time has elapsed, that the publisher applicant's records are incomplete and an acceptable initial audit cannot be made, BPA Worldwide may release a notice to its members officially notifying them that the application has been rejected. This notice may take the form of a posting on BPA's web site and/or a mailing to the membership and BPA's press list.

#### **N5.0 - PUBLICITY**

##### **N5.1**

The Corporation has rights in the Corporation's name, trademarks and figures appearing in the Corporation's released statements and reports (hereinafter referred to as "The Corporation's rights").

The Corporation owns the copyright in all statements and reports either filed with or published by the Corporation including, without restricting the generality of the foregoing, all Circulation Statements, Corrected Circulation Statements, Audit Reports and Bulletins. By executing the Application for Membership, each member thereby assigns and transfers to the Corporation any right, title or interest, whether in copyright or otherwise, that such member may have now or in the future in any data or information provided to the Corporation.

The proper and widest possible use of the Corporation's rights is highly desirable. The use by a member of the Corporation's rights implies that the Corporation has approved or authorized their use in the form as used. Members should, therefore, contact the Corporation if they wish to use the Corporation's rights in a manner other than as set out in these Rules and Regulations.

As every member has an interest in protecting the Corporation's rights, the Corporation has set out the following guidelines relating to the use of the Corporation's rights. Although they are not designed or intended to restrict legitimate and proper use, they are set down to protect the integrity and reliability of the Corporation, the Corporation's rights and the audited circulation figures published by it.

##### **N5.2**

The provision of the Bylaws and Rules relating to publicity shall apply equally to applicants for membership.

##### **N5.3**

Any printed or electronic document, advertisement, promotion material, or communication (including communications and documents designed for intra- or interoffice use) which is published or distributed in any manner outside of a publisher's own staff (including information disseminated via e-mail or the Internet/World Wide Web) is subject to the provisions of the Bylaws and Rules regarding publicity as of the time of its printing or electronic distribution.

##### **N5.4**

Any document, advertisement, promotional material or written/electronic communications that is accurate at the time of printing or electronic distribution shall not be considered in violation retroactively due to release of subsequent changes in circulation.

However, if such changes take place due to the filing of a subsequent Circulation Statement, it is the responsibility of a publisher to ensure that all new materials take into account such changes. The means by which these changes are noted are the option of the publisher.

#### **N5.4 (continued)**

If such changes take place due to audit, it is the responsibility of the publisher to note such changes in all material still in inventory or displayed as online promotion, within one week of receipt of the printed Audit Report from BPA Worldwide.

#### **N5.5**

For standard circulation data, absent changes in circulation due to audit, the maximum time any printed document, advertisement, promotional material or written communication shall be considered in compliance is 15 months from the time of printing. The maximum time an electronic communication shall be considered in compliance is 6 months. When changes occur subsequent to issuance of a new Circulation Statement, an electronic promotion shall be updated immediately, but within no more than 30 days.

#### **N5.6**

A member shall not make any false, fraudulent or misleading statements as to any aspect of circulation, distribution or coverage. If questions arise concerning whether a document, advertisement, promotional material or written/electronic communication is misleading, a determination shall be made by the BPA Worldwide President or designated agent, based on all available information (see Section N5.45 regarding formal complaints and appeals).

A member shall not attribute BPA Worldwide authority, stated or implied, to ancillary products, unless such products are traceable to a BPA Worldwide Circulation Statement or Audit Report.

#### **N5.7**

Rights in the logos or trademarks are owned only by the Corporation and the right to use the logos or trademarks is a privilege of membership. The use by a member of a logo or trademark carries the implication that the Corporation has approved the advertising or document in which the trademark appears. Unauthorized or improper use of the logos or trademarks may be harmful to the Corporation, the Corporation's rights and its members, and may result in the loss of the right of the Corporation to the use of the logos or trademarks.

A member shall make clear that the use of the logos or trademarks by the member is only as a member of the Corporation and there shall be no suggestion or implication that the member owns any rights in the logos or trademark. As it is not possible to set out the many different uses of logos or trademarks that could be proper or improper, a member who wishes to use the Corporation's logos or trademarks in a manner other than as set out in these Rules and Regulations or is in doubt as to proper use should contact the Corporation for advice.

#### **N5.8**

Nothing contained in these rules shall relieve a member from responsibility for the accuracy of material published or electronically disseminated, and its compliance with the rules.

#### **N5.9**

A Circulation Statement shall not be released until the Audit Report for the previous audit year has been completed and released by BPA Worldwide. A newspaper may promote or publicize circulation data from an unreleased Circulation Statement provided such data is not being withheld subject to completion of the previous audit. Such circulation claims shall be clearly noted as "Publisher's Data, Subject to Audit, [month/ year]."

#### **N5.10**

A publisher may promote projected circulation for a future issue or issues, provided such claim is clearly noted as "Publisher's Projection for [month/year] as of [month/ year]." Such projections shall also reference the appropriate figure from the most recent Circulation Statement or Audit Report. Projections may not be used as a basis for comparison with one or more audited newspapers, unless the other newspaper(s) has (have) released for the public record projections for the same time period.

#### **N5.11**

A publisher may issue an interim "Publisher's Sworn Statement" as a promotion between Circulation Statements. Such statements shall be clearly and visibly identified as "Publisher's Sworn Statement [month/ year]" at the beginning and conclusion, and on all intervening pages. A newspaper may not use the BPA Worldwide logo to denote its status as a member, nor may a "Publisher's Sworn Statement" make any other reference to membership in BPA Worldwide. A "Publisher's Sworn Statement" may not be printed on a paper stock resembling a BPA Worldwide report and should not use the typeface used by BPA Worldwide (Franklin Gothic).

A Publisher's Sworn Statement may use terminology and classifications as used in Circulation Statements and Audit Reports, but only for those terms and classifications as appear in the most recent Circulation Statement. A Publisher's Sworn Statement may not use the term "qualified" to refer to any group of subscribers that has not been audited.

#### **N5.12**

Any member of the Corporation in good standing may publicize the fact that it is a member. It may use the BPA Worldwide logo on member specific letterheads, advertising material, mastheads, or in any other place where:

The phrase "member of BPA Worldwide" might also be used.

The member would be entitled to use the BPA Worldwide logo.

The use of the BPA Worldwide logo is not detrimental to the Corporation.

#### **N5.13**

Publisher members under suspension of service may publish claims of membership only if, in connection with each such claim, the words "under suspension of service" are added. Also, any circulation data reported in the Circulation Statement or Audit Report may not be included in any promotional material while the newspaper is under suspension of service.

#### **N5.14**

A publisher applicant may publicize the fact that they have applied for membership, provided that the type proof of such announcement has first been submitted to and approved by the President. Such promotion is at the publisher's option. If a newspaper chooses to publicize its applicant status, the only language permitted is as follows:

*"BPA Worldwide Newspaper Audit Membership Applied For (insert month and year BPA Worldwide accepted application)"*

**N5.15**

If a newspaper chooses to promote its applicant status, all circulation claims shall be clearly identified as "Publisher's Own Data." No reference may be made to the pending initial audit, even if it has been scheduled or is underway at the time the promotion is released.

**N5.16**

An applicant may compare its unaudited total circulation figures with competitors' audited data on the basis of an applicant's equivalent issue or average, versus a competitor's previous analyzed or audited issue or average. The comparison shall clearly note the difference between the two newspapers' data, e.g., "publisher's own data" versus "audited" or "subject to audit". In such a comparison an applicant shall clearly note the month/year of application to BPA Worldwide.

**N5.17**

An applicant may also compare the unaudited future circulation of a "launch" issue with the most recent analyzed issue or average of a competitor. The circulation of the launch issue shall be clearly noted as a projection.

**N5.18**

Applicants may not use the BPA Worldwide Newspaper Audit logo until they have successfully completed their initial audit and have been voted into membership by the Board of Directors. (See Sections 2.8.3 of the Bylaws and N5.7 of these Rules).

**N5.19**

A publisher whose membership in BPA Worldwide has been terminated for violation of Section 10.0 of the Bylaws and who reapplies for membership may not publicize the fact that they have reapplied for membership, and shall complete their initial audit within six months of the reapplication date.

**N5.20**

A publisher applicant whose application for membership has been rejected by the Corporation in accordance with Section 2.8 of the Bylaws and who reapplies for membership within one year of date of rejection, may not publicize the fact that they have reapplied for membership and shall complete their initial audit within six months of the reapplication date. If a publisher reapplies for membership after the one-year anniversary of the rejected application, the publisher shall use the term "re-applied for membership mm/yy," and will have the full twelve-month term to complete their initial audit. If a publisher applicant reapplies for membership three years after the application rejection date, no reference to reapplication is required.

**N5.21**

Any member may reprint, fax and/or publish (See Section N5.40 of these Rules) verbatim any paragraph, in whole or in part, from any newspaper's latest Circulation Statement or Audit Report released by the Corporation except paragraph 10, Additional Data.

**N5.22**

If portions of a paragraph are quoted, it shall be clearly stated that only portions are being used. If a single month's circulation is quoted and that month exceeds 10% variance from the average qualified circulation, then the average circulation for the period shall be footnoted.

**N5.23**

The period covered by the statement or Audit Report from which the paragraph is quoted shall be stated.

**N5.24**

Portions of Paragraph 10, Additional Data, may be quoted subject to prior written approval of the President.

**N5.25**

A newspaper member may not "overprint" promotional material on any Circulation Statements or Audit Reports.

**N5.26**

A newspaper member may not use the terms "reader" or "readership" in any promotion or other material in a manner that claims or implies BPA Worldwide authority in reference to any aspect of circulation, distribution or coverage. e.g., interchangeably with "subscriber," "recipient," or "circulation." However, a newspaper may make general references to its readership, e.g., the way editorial content responds to readers' interests. If a publisher wishes to promote readership data, such information shall be clearly noted as to its source, e.g., "Publisher's Own Data" or "Readership Survey," with the appropriate month and year, so as to distinguish it from audited circulation or circulation subject to audit.

**N5.27**

When comparisons between two or among more BPA Worldwide Circulation Statements or Audit Reports are made, only the most recently released statements or Audit Reports for the same time period and as of the same date may serve as the basis for comparison. A publisher may extend the comparison back in time, if comparable figures exist for all newspapers.

If statements from the current and same time period are not available for all newspapers in the comparison, the basis should be the preceding six-month circulation cycle. The comparison shall include the current time period for those newspapers whose Circulation Statements are available, with the notation "not available as of [month/year]" for appropriate newspapers.

**N5.28**

A comparison shall be construed to include a comparative or absolute claim against unnamed competitors, e.g., "more circulation than any other newspaper," or "most circulation of any newspaper serving the market."

**N5.29**

Circulation data from an initial audit should be compared with audited circulation or circulation subject to audit from the same time period. The average circulation reported in a three-month mid-cycle initial audit may be compared with average circulation from a competitor's existing six-month Circulation Statement or audited data. All other comparisons shall be based on the next and same six-month Circulation Statements for both/all newspapers.

### **N5.30**

A member newspaper may compare unaudited “Publisher’s Own Data” with audited circulation or data reported in a Circulation Statement and subject to audit for another newspaper, provided such “Publisher’s Own Data” neither negates nor supersedes the most recent Circulation Statement. This includes comparisons incorporating “Publisher’s Sworn Statements.” Any comparisons including “Publisher’s Own Data” and audited data subject to audit shall clearly distinguish between the two.

### **N5.31**

A member may claim or imply BPA Worldwide Newspaper Audit authority only for the actual figures, classifications, breakouts, or statements as they appear in BPA Worldwide statements and Audit Reports. A publisher may, for the purpose of editorial brevity or clarity, use language similar but not identical to that in a newspaper’s Circulation Statement or Audit Report, provided such editorial changes do not affect the type of circulation reported. Should questions arise as to whether such changes are permissible, a determination will be made by the BPA Worldwide President.

### **N5.32**

A member may regroup BPA Worldwide figures, classifications, breakouts or statements without the literal reproduction of relevant Circulation Statement(s), provided the methodology is clearly noted.

### **N5.33**

In any promotional piece, even when not using the BPA Worldwide logo, but reporting recognizable language and/or data traceable to a BPA Worldwide Circulation Statement or Audit Report it can be implied or inferred that such language or data is BPA Worldwide audited.

### **N5.34**

A newspaper may use and promote unaudited circulation figures if clearly noted as “Publisher’s Own Data”. This includes proprietary but independent market research regarding readership and circulation information gathered by a publisher but not audited by BPA Worldwide. Such data shall have a factual basis and shall be available to BPA Worldwide on request. Such data may augment, but shall not supersede or negate audited circulation data or that subject to audit. If such data is used in the same promotion and intermingled with audited data, such differences shall be clearly distinguished and discernible.

### **N5.35**

A newspaper may use its own “Publisher’s Own Data” as the basis of comparison with another newspaper’s audited data or data subject to audit. (See N5.30).

### **N5.36**

Unless otherwise noted as “Publisher’s Own Data” or the equivalent thereof, all circulation data and information is presumed to be traceable to and supported by a newspaper’s most recent Circulation Statement or Audit Report, irrespective of whether BPA Worldwide is mentioned by name as the source, or whether the BPA Worldwide logo is displayed.

**N5.37**

Absent any indication as to “Publisher’s Own Data,” or any source other than BPA Worldwide, any circulation claim that is not supported by a Circulation Statement or Audit Report shall be considered in violation of these rules.

**N5.38**

At all times, BPA Worldwide authority shall neither be claimed nor implied for any unaudited figures, data or statements.

**N5.39**

A newspaper may not refer to non-qualified distribution or circulation as qualified circulation, nor may it imply so. If a newspaper wishes to promote the sum of its non-qualified distribution and qualified circulation, such a figure shall be noted as comprising the two, with individual breakouts for the two components. A newspaper may not imply or impute to non-qualified distribution or circulation the same demographic and geographic breakouts as exist in its qualified circulation, unless clearly noted as “Publisher’s Own Data.” Such a claim shall have a factual basis.

**N5.40**

A member shall not reproduce entire BPA Worldwide Newspaper Audit statements or Audit Reports, or simulate the format and/or typeface used in BPA Worldwide Newspaper Audit statements or Audit Reports, without permission of the BPA Worldwide President. Electronic distribution, (including faxing, and email, posting to the Web,) of entire BPA Worldwide Circulation Statements or Audit Reports is permissible. Print-on-demand media kits incorporating an entire Circulation Statement or Audit Report are also permissible.

For all Printing-on-demand where the stock of paper used is not the designated color of the BPA report, the following comment must be included in the print-on-demand copy: “AN ORIGINAL OF THIS [TYPE OF STATEMENT] IS PRINTED ON [COLOR] STOCK. FOR AN ORIGINAL GO TO [www.bpawww.com](http://www.bpawww.com).”

**N5.41**

A member shall not reproduce correspondence with or literature of the Corporation, or excerpts therefrom, unless specific written permission to do so is obtained from the President. This includes correspondence between BPA Worldwide and the parties to a formal complaint.

**N5.42**

All formal publicity complaints are considered confidential between the parties involved and BPA Worldwide, unless and until such complaints are resolved in a manner that calls for public notice either by BPA Worldwide or the complaine. Members are enjoined not to reproduce any correspondence pertaining to a formal complaint without prior written permission of BPA Worldwide. It is the responsibility of a publisher to ensure that the publisher’s staff does not publicize a complaint beyond the scope allowed by these rules

#### **N5.43**

To initiate a complaint, a complainant shall:

A complaint shall only be lodged concerning a promotion distributed within the 12 months preceding the date of the complaint.

Submit to the President a written statement of the facts upon which the complaint is based and the Section of the Bylaws and Rules claimed to have been violated.

This statement shall be limited to the actual facts and shall include copies of all documents upon which the complainant relies including copies of Circulation Statements or Audit Reports when pertinent.

The complaint shall be accompanied by a nonrefundable-filing fee of \$206.00 to help cover BPA Worldwide's processing costs. No complaint shall be considered or acted upon unless the fee is paid in advance.

An appeal from the President's decision provided for in Section 9.3 of the Bylaws shall be accompanied by a filing fee of \$750.00 to cover the additional costs of preparing the file for review by the Publicity Policies Subcommittee of the Board of Directors. No appeal shall be considered or acted upon unless the fee is paid in advance.

#### **N5.44**

Upon receipt of a complaint, the President shall deliver or send to the complaine e a copy of the complaint and of all the documents upon which the complaint is based.

#### **N5.45**

To answer a complaint, the complaine e shall submit to the President, within five business days of the receipt of the complaint, a statement of the facts upon which they rely to rebut or to mitigate the complaint. The answering statement shall be limited to the actual facts and shall include copies of all documents upon which the complaine e relies, including copies of Circulation Statements or Audit Reports when pertinent.

#### **N5.46**

Upon receipt of the answering statement, the President shall deliver or send to the complaine e a copy of the complaint and of all the documents upon which the complaint is based.

#### **N5.47**

Investigation and action on publicity violation complaints shall be accomplished expeditiously and in accordance with provisions of the Bylaws.

#### **N5.48**

Violation of any provision of the Bylaws, or of the Rules pertaining to publicity may be brought to the attention of the entire membership. To cover the cost to BPA Worldwide of processing and administering the complaint and of the printing and distribution of the correction bulletin, a newspaper member found to be in violation of the publicity rules shall reimburse BPA Worldwide for its expenses.

#### **N5.49**

In lieu of the correction bulletin, the President may authorize the issuance (at the publisher's expense) of a letter by the publisher containing the substantive comments which would be included in a correction bulletin issued by BPA Worldwide. The text of the letter shall be approved by the President and may not contain any statements deemed promotional. It shall be mailed by BPA Worldwide to the newspaper's entire promotion list, and/or to the recipients of the offending document, and/or to the entire BPA Worldwide membership.

#### **N5.50**

Complainants have the option of having BPA reprint a complainees letter of correction and distribute the letter to the complainant's advertiser/agency list. This shall be at the expense of the complainant. The reprint will carry an imprint informing recipients that the notice has been reprinted at the request of the complainant.

#### **N5.51**

When violations of a serious nature are found within promotional materials, wide distribution will be assumed unless the publisher can provide to BPA Worldwide, evidence to the contrary. When proper evidence cannot be provided, BPA Worldwide will require distribution of a letter of correction from the publisher to the publisher's entire advertiser and advertising agency sales and promotion list.

#### **N5.52**

If a publisher claims a promotion found to be in violation had limited distribution, but evidence later proves wider distribution in fact existed, a letter of correction shall be mailed by the publisher to the newspaper's entire advertiser/agency promotion list. BPA Worldwide may, if instructed by the President, distribute a notice of violation to the BPA Worldwide membership.

#### **N5.53**

If an advertisement on behalf of a newspaper is found to be in violation of these rules and warranting public correction, the appropriate remedy shall be a correction in the medium as the original ad, e.g., SRDS, BRAD, CARD, or the newspaper itself. Insertion orders of the corrected advertisement shall be placed within 30 days of the staff decision.

#### **N5.54**

If a circulation promotion by a newspaper on the Internet or a World Wide Web site is found to be in violation, the appropriate remedy shall be a correction on the Internet or same Web site for the greater of a period of thirty days or the same time period as the promotion was available.

#### **N5.55**

BPA Worldwide shall post all violations of Section N5.0 of these rules on its Web site, bpaww.com, for a period of one month following the deadline for appeal, or resolution by the Publicity Policies Subcommittee or Board of Directors. There shall be no further distribution of a downloaded and printed version of this notice without permission of BPA Worldwide. (See N5.49).

#### **N5.56**

Any bulletin regarding publicity violations released by the Corporation may be reprinted by the Corporation at the request of any member who shall be billed the charges incurred for the reprint. Reprints shall have a special imprint at the top of the notice to identify the member distributing it. The imprint shall read as follows:

*"This exact copy of an original Notice to Correct the Record which has been sent to the entire BPA Worldwide membership is now being distributed by...."*

#### **N5.57**

Any member may distribute the reprints described in Section N5.56 subject to the following conditions:

No covering letter or printed material may accompany the Notice to Correct the Record when distributed by a member of the Corporation.

No comment about the Notice shall be made by a member of the Corporation in any letter or literature that may be distributed separately from the Notice.

The reprint may not be distributed by any member after thirty days of the date of its issuance by BPA Worldwide.

### **N6.0 Appeals from Administrative Decisions**

#### **N6.1**

All appeals from or requests for reconsideration of any decision by the Board of Directors, any committee, administrative officer or staff member shall be in writing. Such appeals shall be submitted to the President no later than fourteen days after such earlier decision was announced.

#### **N6.2**

Such appeals shall present new facts and include such information or circumstances which justify reconsideration by the Board of Directors.

#### **N6.3**

If the decision was the result of a complaint or request made by a member or members other than the member for or against whom the decision was made, a copy of the appeal or request for reconsideration shall be circulated to the member or members who initiated the complaint or request and to such other members as the President or the Board shall determine may be directly affected by any reversal or modification of the decision. Prior to the consideration and action by the Board of Directors, all such parties shall be given ten business days to respond.

#### **N6.4**

The Board of Directors may, on its own initiative or on request from a member, reconsider a decision made by it after giving all parties, referred to in Section N6.3, notice and an opportunity to respond, in writing and, if the Board in its discretion so chooses, in person at a meeting at which the appeal will be considered. Upon such reconsideration the Board may affirm, modify, or reverse its prior decision.

## **N6.5**

Any member in good standing may request the further distribution of censure, probation or expulsion notices by the Corporation subject to the following conditions:

The release of the Notice shall be under the direct control of the Corporation.

Any member who requests further distribution of the Notice shall be billed the charges incurred for the reprinting and distribution of the Notice.

The reprint of the Notices of Censure, Probation, or Expulsion shall have a special imprint at the top of the notice to identify the member distributing it. The imprint shall read as follows:

*"This exact copy of an original Notice of Censure, Probation or Expulsion which has been sent to the entire BPA Worldwide membership is now being distributed by...".*

No covering letter or printed material may accompany the Notice of Censure, Probation or Expulsion when mailed by the Corporation at the request of a member.

No comment about the Notice shall be made by a member of the Corporation in any letter or literature that may be distributed separately from the Notice, nor shall any employee of such member distribute the Notice independently.

The member newspaper to which the Notice refers shall be notified in advance by BPA Worldwide of any additional distribution of the Notice.

The request of any member to distribute the reprint of the Notice shall be received in writing by the Corporation within thirty days from the date of its issuance by BPA Worldwide.

## **N7.0 – DEFINITIONS AND REPORTING REQUIREMENTS**

### **N7.1 Advanced Renewals**

A subscription renewed prior to expiration date of previous subscription.

### **N7.2 Advertiser and Agency Copies**

Includes checking copies and prospective advertising copies and shall be reported as non-qualified distribution.

### **N7.3 Arrears (Post Expire Copies Included In Qualified Paid Circulation)**

Subscriptions retained on the list up to three months after expiration date and reported as paid. An average number of arrears copies for the period, expressed as a percentage, shall be reported in paragraph 8.

Bulk subscriptions cannot be reported as paid circulation after the expiration dates.

Gift subscriptions may be served copies in arrears as paid circulation for three months after the expiration date for domestic circulation and six months after the expiration date for international circulation.

#### **N7.4 Audit Report**

An annual or bi-annual report released by the corporation consolidating the Circulation Statements reported in the Circulation Statement. The Audit Report attests to the accuracy and validity of the publisher's circulation claims in the Circulation Statements.

**Newspapers with average paid circulation less than 25,000 are audited bi-annually. Newspapers with average paid circulation of 25,000 or greater are audited annually.**

#### **N7.5 Back Copies**

Any issue of the newspaper dated prior to the current issue shall be considered a back copy whether served to a new or renewed recipient. The "current issue" is defined as the most recent issue mailed or placed on sale, whichever comes first.

Back copies may be counted as either qualified paid or non-paid circulation only for two issues newspapers with a frequency of weekly or greater.

When the recipient has specifically requested back copies of a newspaper such copies may be counted as qualified circulation up to three issues preceding the date of the subscription order for all newspapers.

#### **N7.6 Base Prices**

*Base Price* - The established prices for each subscription term as defined in the masthead of a newspaper. Recognized base prices:

Subscriptions: one base price for each regularly established duration in each city zone, retail trading zone, designated market, Metropolitan Statistical Area(MSA)/Census Metropolitan Area (CMA), and other.

Mail subscriptions: one base price for domestic mail subscriptions and one base price for international mail subscriptions.

Single Copy Sales: one base price for each city zone, retail trading zone, designated market, MSA/CMA, and other.

Market Segment circulation: only one base price may exist for city zone, retail trading zone, and other.

National newspapers may establish three geographic based price zones. Each price zone shall have the pricing options listed above.

#### **N7.7 Benefit of Membership Subscriptions**

*Deductible benefit of membership subscriptions* - Individual subscriptions paid for out of membership dues where the recipient has the option of deducting the subscription price from their dues if they do not wish to receive the newspaper.

*Non-deductible benefit of membership subscriptions* - Individual subscriptions paid for out of membership dues, where the recipient does not have the option of deducting the subscription price from their dues, and automatically receives the newspaper.

#### **N7.7 (continued)**

An annual membership communication, e.g. dues invoice, membership packet, promotional letter (deductible and non-deductible) offers shall clearly state the amount of dues allocated for payment of the subscription.

#### **N7.8 Bulk**

Two or more copies of the print version of the newspaper sent to a single addressee. This circulation shall be reported separately in paragraphs 1, 3, 4, and 5 of the Circulation Statement.

Only one copy of a digital version may be considered qualified circulation per single addressee.

If the copies are purchased and the purchaser has a financial interest in the newspaper, those copies purchased may not be included in qualified circulation unless it can be proven to the satisfaction of the President that the sale was made for the benefit of the purchaser and not for the benefit of the newspaper.

Money collected from an agent for bulk subscriptions to the same addressee need not be remitted to the publisher provided necessary records are in place to document the purchase and price paid by the original subscribers or sponsor. However, each sponsorship/third-party sale transaction must be without monetary recourse to the purchaser.

Bulk subscriptions cannot be reported as paid circulation after the expiration date.

If the number of subscriptions involved in any one bulk sale exceeds 5% of the total average paid subscription claim for the period in which the transaction takes place, the subscriptions involved in that sale shall be fully explained in Paragraph 10, Additional Data.

Multiple copies distributed to public places for redistribution to consumers shall be reported as bulk circulation. Such distribution includes, street racks, entranceways of apartment complexes, etc. Records must be kept on an issue-by-issue basis to show distribution.

#### **N7.9 Carrier Delivery**

Newspapers delivered by individuals; not the national postal service.

#### **N7.10 Combined Sales**

Subscriptions to multiple newspapers or newspapers and products or services sold at a special rate.

Comment shall be made in paragraph 10 providing details of the number of copies of each newspaper sold in combination with another newspaper/product/service.

A publisher may disclose the price of each item of the combination sale or simply the value of the newspaper subscription. If this option is chosen, the disclosed value of the newspaper subscription shall be the price used. The disclosed value cannot be in excess of the total price to be paid for the entire package offered.

In the absence of individual item or newspaper price disclosures, the value of the subscription will be calculated as follows:

## **N7.10 (continued)**

In order to determine the value of the subscription you shall first sum the recognized retail value (base value) of all the individual elements of the combination offer. The ratio of the bundled offer price to the sum of the individual elements determines the discount rate.

Example offer:

12 issue subscription to XYZ (base rate \$20.00)  
1 widget (base value \$15.00)  
3 Months Risk Free access to a Web site (base value \$25.00)  
Combination Rate: \$25.00

Calculation:  $\$20.00 + \$15.00 + \$25.00 = \$60.00$

Offer:  $\$25.00 / \$60.00 = 41.6\%$

Discounted Newspaper Price:  $.416 \times \$20.00 = \$8.33$

## **N7.11 Digital Version**

Multiple pages of content that are distributed electronically as a unit. The digital version shall be a replica of the print version in terms of editorial (not advertising), subject to the rules governing separate editions and the approval of the President.

Circulation for digital versions shall be audited to ensure the systems of the media owner and their vendor(s) are in compliance with BPA Worldwide rules and policies before such data can appear on a Circulation Statement. A special audit may be undertaken to verify the digital distribution.

The printing and release of an audit shall be at the media owners option.

If the average digital circulation is equal to or greater than 5% of the average paid circulation for the period, the digital circulation shall be detailed separately throughout the report. Individuals receiving print, digital, and both the print and digital versions shall be included only once within paragraphs 1, 3, 4, 5 and 10. A table may be reported in Paragraph 10 which details the gross copy count for both the print and digital versions.

If an alert or notification is sent to a subscriber indicating the digital copy is available for downloads undeliverable, the media owner shall have no more than 90 days to remove said subscriber from their circulation file, or ensure that the delivery details are corrected.

Non-qualified digital version copies shall not be reported on BPA Worldwide circulation statements and audit reports.

## **N7.12 Drop Boxes**

Boxes used to distribute newspapers. Copies distributed via boxes that meet the definition of paid circulation (shall be reported as single-copy sales. (See N7.31). All other circulation shall be reported as non-paid bulk circulation.

## **N7.13 Employee Copies**

A newspaper may include in paid circulation copies served to employees, retired employees, correspondents and agents. Adequate records must be maintained by the newspaper, including: employee payrolls records of compensation paid to correspondents and agent billings.

#### **N7.14 Expiration Date**

Terminating date of subscription.

#### **N7.15 Extension**

Advancing the expiration date of a subscription because of a reduction in the frequency of issues or a reduction in the subscription price. (See N10.21 – N10.24).

#### **N7.16 Extra Editions**

Any issue in addition to the regular editions shall be considered an extra edition. The sales of extra editions shall be included in the circulation of the day for which they are dated. Details of the extra edition shall be reported in paragraph 10.

#### **N7.17 Final Settlement Date**

The date by which single copy sales accounts for an issue shall be closed after which copies may no longer be counted as paid.

The "*final settlement*" date may be no longer than 45 days from the on-sale date of the sub-sequent issue for domestic sales. If returns are received following the final settlement date, they shall be reported as unsold copies.

#### **N7.18 Gift Subscriptions**

Purchased for persons other than the purchaser's employees.

Gift subscriptions may be served copies in arrears as paid circulation for three months after the expiration date for domestic circulation and six months after the expiration date for international circulation. (See N7.3).

Money collected by an agent need not be remitted to the publisher, provided necessary records are in place to document the purchase and price paid by the original subscriber. However, each sponsorship sale transaction must be without monetary recourse to the purchaser (sponsor.)

#### **N7.19 Group Subscriptions**

Purchased in lots of two or more, paid for by an employer for their employees and mailed by the publisher to individual addresses furnished by the employer. These subscriptions shall be reported in paragraph 9.

Copies purchased in lots of two or more, paid for by an employer for their employees and mailed by the publisher to the same addressee shall be reported as "Bulk".

Money collected by an agent need not be remitted to the publisher, provided necessary records are in place to document the purchase and price paid by the original subscriber. However, each sponsorship sale transaction must be without monetary recourse to the purchaser (sponsor.)

#### **N7.20 Initial Audit Report**

May be released for any consecutive three or six-month period. A newspaper shall transfer to the standard six-month reporting periods ended March or September with its first Circulation Statement following the initial audit and include whatever issues were previously audited during the period reported. (See N8.5).

#### **N7.21 Mail Delivery**

Newspapers delivered by the national postal service.

#### **N7.22 Newspapers in Education**

Newspapers In Education: copies ordered for delivery to students or schools. Copies may be purchased individually, through classroom funds, or sponsored by a third party. A description of the publisher's Newspaper in Education program is to be detailed in Paragraph 10.

#### **N7.23 Non-Deductible Subscriptions**

Individual subscription paid for as part of a reservation fee for conferences, meetings, seminars, etc., where the recipient does not have the option of deducting the subscription price and automatically receives the newspaper. The offer shall clearly state the amount of money allocated for payment of the subscription.

Paragraph 10 shall include a comment describing the offer and the number of copies so reported.

#### **N7.24 Non-Qualified Circulation**

That circulation which fails to conform to the terms of the Publishers Stated Publishing and Circulation Policy Statement" as stated on the front page of the Circulation Statement and the Audit Report.

This distribution is reported in paragraph 2,

#### **N7.25 Post Expiration Copies Included in Paid Circulation Up To Three Months - See: Arrears, Section N7.3.**

#### **N7.26 Promotional Incentive**

Any inducement offered to a subscriber for free with their own subscription.

When subscriptions are sold with a promotional incentive, the value of the incentive cannot exceed 50% of the total offer price of the subscription(s).

The value of the promotional incentive is considered to be the actual cost to the publisher, or the recognized retail value, or the represented value, whichever is highest.

If a back copy is included in a subscription offer, it will be considered a promotional incentive unless the subscription is put on a retroactive basis.

Details regarding offers with promotional incentives shall be reported in paragraph 10 of the Circulation Statement.

For Single Copy Sales, a promotional incentive (cover mount) is any inducement offered by the last agent in the chain of distribution (point-of-purchase).

Any inducement attached to, or polybagged with, a single copy at the point-of-purchase is considered a promotional incentive (cover mount).

## **N7.26** (continued)

The promotion on the cover of a newspaper of an advertiser's coupon within the newspaper is not considered a promotional incentive.

When single copies are sold with a promotional incentive, the value of the incentive cannot exceed 50% of the cover price. The value of the promotional incentive is considered to be the actual cost to the publisher, or the recognized retail value or represented value, whichever is highest.

Single copies sold in Europe with a promotional incentive (cover mount), shall report copies sold as "qualified paid," regardless of the value of the promotional incentive offered.

During a temporary study period single copies and subscriptions sold in the Middle East with a promotional incentive shall report the subscription as "qualified paid," regardless of the value of the promotional incentive.

Details regarding promotional incentive offers and the number of Single Copy Sales sold with a promotional incentive, shall be reported in paragraph 10 of the Circulation Statement.

Free promotional incentives, the contents of which have been published either in print or electronic medium, are reported as "sold with editorial promotional incentive (including reprints)."

Editorial promotional incentives include:

reprints of newspaper sections,

books,

other printed reference matter (paid annual periodicals excluded),

pamphlets,

disks containing items such as compilations of newspaper editorials, software demonstrations, clip art, fonts, etc.

For additional rules regarding services or products sold in combination with a newspaper, see rules regarding Combined Sales, Section N7.10.

## **N7.27 Qualified Circulation**

That circulation that conforms to the terms of the Statement of Publishing and Circulation Policy and is verified by auditable documentary evidence.

Individuals receiving copies of a digital version, may only be considered as qualified circulation if such copies are elicited through either personal or company request.

## **N7.28 Qualified Non-Paid Circulation**

That circulation which meets the requirements of the above definition and which is distributed free of charge to the recipient.

## **N7.29 Qualified Paid Subscription Circulation**

That circulation which is not for resale, meets the above definition for qualification and the requirements listed below.

Subscription payment orders shall conform to the following conditions:

It may be paid for at any price, and shall not be free of charge.

A subscription for less than one year, the price of which was less than 50% of the base annual price, cannot be served copies after the expiration date.

Payment shall not be delinquent for more than six months after the beginning of the subscription service.

A subscription that is ordered for which no payment had been received is considered a credit subscription. A credit subscription shall be counted as paid circulation up to six months from the date of the first issue served. If payment for such subscriptions has not been received within six months from the date of the first issue served, such copies shall be deducted from the qualified paid circulation for all copies served during this period.

A subscription sold on a "renew until forbid" basis may be reported as paid circulation until the subscriber cancels. All copies served from the moment the consumer cancels the subscription until the publisher receives notification of the cancellation, shall be reported as paid circulation as long as the publisher receives payment for the issues served (either from the consumer or agent). If the publisher is debited for unpaid copies served, then only the copies served which meets the arrears criteria may be reported in paid circulation. (See Arrears, Section N7.3).

No promotional incentive or other inducement may be offered which has an advertised value, or cost to the publisher, of more than 50% of the subscription offer price.

Subscriptions sold with an advertising contract shall be paid in addition to the regular advertising contract; and shall give the advertiser the option of deducting the subscription price from the contract if they do not wish to receive the newspaper.

Subscriptions sold via the redemption of affinity program points, e.g. frequent flyer miles, loyalty program points, etc., shall adhere to the following:

- Participants shall elect to participate in the program;

The earning of miles, points, etc., shall be transaction based. For example, points earned for credit card purchase/borrowing activity and purchase of air travel, hotel stays, or car rentals, etc. qualify. Points earned without transaction activity (no financial transaction occurs) do not qualify for redemption as paid circulation;

- Points shall be accruable towards future redemption's;
- Points awarded upon enrollment shall be less than 50% of the lowest valued product/service offered in the program;
- All affinity point programs shall offer non-newspaper products/services. Newspapers may not represent more than 75% of each program.

#### **N7.29** (continued)

- The value of all products and services shall be disclosed, in both monetary values and points.
- The value of non-newspaper products/ services shall be equal to or greater than the lowest valued newspaper.
- The redeemable units of measure, e.g. miles, shall have a recognizable and accepted monetary value.
- Adequate documentation of the transfer or redemption of the units of measure, e.g. frequent flyer miles, shall be made available to the audit staff.
- The President shall have final approval of all affinity programs prior to acceptance for use in obtaining qualified paid circulation.

#### **N7.30 Qualified Recipients**

Recipients who meet the circulation terms of recipient qualification in the Statement Of Publishing and Circulation Policy Statement (See N9.7).

#### **N7.31 Single Copy Sales**

Those copies of a newspaper sold through newsstands and other retail outlets and reported as qualified circulation throughout a BPA Worldwide Newspaper Audit Circulation Statement or Audit Report. These sales shall be reported separately in paragraphs 1, 3, and 5 (if reported)

For auditing single copy sales, final settlement figures shall be available for at least half the issues in the period. The balance of issues may be projected based on historical average of the settled issues.

Single Copy Sales shall conform to the following conditions:

Copies shall be paid for by the last agent in the chain of distribution (point-of-purchase) at any price and payment shall be remitted to the publisher by the final settlement date (See N7.17).

*Single Copy Sales - Non-returnable:* The publisher shall provide signed affidavits from the last agent of sale, supporting the number of copies sold to consumers.

If a publisher does not wish to collect non-returnable single copy sale affidavits they may use the following formula:

The total possible sale (draw) shall be reduced by a prorated amount calculated on the basis of whatever discounted price is actually remitted by the agent at point-of-purchase. The total amount paid to the publisher from the vendor shall be divided by the cover price to yield copies "sold". For example, a publisher allows a 50% discount off cover price for vendors on a non-returnable system. If the vendor draws 100 copies at 50% of the \$.50 cover price, \$25.00 would be paid to the publisher. Dividing this by the \$.50 cover price yields 50 copies that may be claimed as "single copy sales".

No promotional incentive or other inducement may be offered which has a recognized retail value or represented value, or cost to the publisher, of more than 50% of the newspaper's suggested retail cover price. (See N7.26).

### **N7.32 Single Copy Sales (Bulk)**

Copies of an issue purchased in quantities of two or more, which promote the interest of the purchaser and otherwise conform to the definition of qualified paid circulation shall be reported as Single Copy Sales in paragraph 1, identified separately in paragraph 5 and shown on an issue-by-issue basis in paragraph 10.

Money collected by an agent need not be remitted to the publisher provided necessary records are in place to document the purchase and price paid by the original subscriber. However, each sponsorship – third-party sale transaction must be without monetary recourse to the publisher.

### **N7.33 Single Copy Sales (Non-Returnable)**

Copies provided to wholesalers/retailers for resale for which returns will not be accepted, shall be reported as Single Copy Sales in paragraph 1, identified separately in paragraph 5. Particulars of individual sales representing 5% or more of the average single copy sales for the period reported shall be shown in paragraph 10.

### **N7.34 Sponsored/Third-Party Circulation**

Circulation which promotes the interests of the sponsor/donor and which otherwise conforms to the definition of qualified paid circulation shall be reported in Paragraphs 1, 3, 5, and 9. This includes carrier, mail, digital, bulk and single-copy sales.

If the purchaser has a financial interest in the newspaper, those copies purchased may not be included in qualified circulation unless it can be proven to the satisfaction of the President that the sale was made for the benefit of the purchaser and not for the benefit of the newspaper.

Agents shall not be sponsors of subscriptions or single copies. Having a “doing business as” (DBA) name is not sufficient to establish an agent’s DBA operation as a sponsor.

### **N7.35 Subscriptions**

Contractual agreement by an individual or a firm to purchase one or more copies of a newspaper for a given period at a price.

### **N7.36 Suspension of Service**

A subscriber may suspend service due to vacation or other reason. The subscriber may request a refund for the suspended copies, they may extend the subscription term for the same term as the suspension of service, or they may donate the value of the suspended copies to the publisher’s newspapers in education program.

### **N7.37 Sweepstakes, Prize Draws or Contests**

Any subscription offer in which a prize is offered by lottery shall be considered as sold using a sweepstakes, prize draw or contest.

Details regarding these offers shall be reported in paragraph 7 of the Circulation Statement.

### **N7.38 Term of Subscription**

Length of time a publisher contracts with a subscriber to send issues of the newspaper.

### **N7.39 Third Party Agents**

Subscriptions sold through agencies. The agency shall be a recognized business concern. It shall be the publisher's responsibility to provide proof of qualification for such recipients.

Money collected by an agency need not be remitted to the publisher provided necessary records are in place to document the purchase and price paid by the original subscriber.

### **N7.40 Voluntary/Optional Paid Circulation**

Payment is not required to receive the newspaper. Payment by the recipient is voluntarily. Only copies that have been voluntarily paid for are reported as voluntary/optional paid circulation. Copies not paid for under a voluntary/optional paid program are to be reported with non-paid circulation.

## **N8.0 - CIRCULATION STATEMENT - GENERAL**

### **N8.1**

Publisher members shall report their circulation on forms supplied by the Corporation.

The filing of the publisher's circulation data shall operate as an automatic grant to the Corporation of a perpetual and irrevocable right and license to use, publish, distribute and market, solely or in conjunction with others, circulation data and other data, in any form and manner authorized by the Board of Directors.

### **N8.2**

In the interests of uniformity in the appearance and typographical setup of the BPA Worldwide Newspaper Circulation Statements and Audit Reports, BPA Worldwide will process all paragraphs which require special typesetting, ruling and extra pages. Where additional costs are incurred in setting up special paragraphs the newspaper member shall be billed those costs.

### **N8.3**

Time required to process a Circulation Statement or Audit Report shall be charged for at a uniform flat rate to be set from time to time by the Board of Directors.

### **N8.4**

*Publisher Applicant* - An applicant shall file a three or six month Circulation Statement as the basis for his initial audit for the consecutive three or six month period specified by the President during which qualified circulation has been practiced. Upon completion of the audit and approval by a majority of the Board of Directors, the publisher will be admitted to membership and the statement shall be released as an initial Audit Report to Standard Rate and Data Service (SRDS) or Canadian Advertising Rates and Data (CARD), and/ or British Rates and Data (BRAD) or other similar services and BPA Worldwide members.

## **N8.5**

*Publisher Members* - BPA Worldwide Newspaper Audit Members will release two Circulation Statements each year for the six months ended March and for the six months ended September.

The six-month statements will be checked and released as Circulation Statements upon receipt and completion of processing. The Circulation Statements form the basis for the Audit Report. The audit will be completed after the auditor's examination of the publisher's records. Audit Report (See N7.4)

The audit will be made in the publisher's office and/or wherever the records can be properly checked.

A newspaper applicant, which has chosen a period ended with a month other than March or September for its initial Audit Report, shall transfer to the standard March or September schedule with its first Circulation Statement following the initial Audit Report and include whatever previously audited issues are necessary to complete the six month period.

## **N8.6**

Statements as outlined in the preceding sections shall be filed with the Corporation within thirty days after the period, which they cover.

No member shall be granted an extension of time to file except with the consent of the President of the Corporation, who shall not grant an extension greater than thirty days, without a showing that the filing delay is a result of extenuating circumstances clearly beyond the newspaper member's control. Failure to file a statement on or before the due date or the end date of an authorized extension, shall result in a suspension of services to the newspaper member and will subject the newspaper member to disciplinary action as outlined in Section 10.0 of the Bylaws.

At any time after the end date of an authorized extension, if the required Circulation Statement has not been filed, BPA Worldwide shall post an advisory to the BPA Worldwide website notifying the membership of the newspaper's failure to file. All costs incurred in creating and posting an advisory, if any, shall be paid for by the subject newspaper member.

No later than sixty days after the close of each reporting period, the web site, [www.bpaww.com](http://www.bpaww.com), will display the status of producing each Circulation Statement that has not been posted to the web site. The previous period's statement would be moved to "history" at this time.

Once the statement is received by BPA Worldwide and a proof copy created, the publisher shall advise BPA of the acceptance of the proof copy within ten business days after the proof copy has been issued. Final approval shall be received within twenty business days of receipt of the first proof. The President of the Corporation shall not grant an extension without a showing that the delay in approving the proof copy is a result of extenuating circumstances clearly beyond the newspaper member's control.

Failure to advise BPA of the acceptance of the proof copy by this date shall result in suspension of services to the newspaper member and will subject the newspaper member to disciplinary action as outlined in Section 10.0 of the Bylaws. BPA Worldwide shall post an advisory on its website, notifying the membership of the newspaper's failure to approve the proof copy. All costs incurred in creating and posting an advisory to the website, if any, shall be paid for by the subject newspaper member.

All signatures on Circulation Statements submitted to the Corporation shall be over the individual's typewritten name and title.

## **N8.7**

The publisher has the option of submitting the special SRDS or CARD or BRAD or similar form supplied by BPA Worldwide and an additional copy of their six-month Circulation Statement. When the statement has been processed, typeset and approved for printing by the publisher, the SRDS or CARD and/or BRAD or similar form will be forwarded by BPA Worldwide to Standard Rate and Data Service or Canadian Rates and Data and/or British Rates and Data or similar company for inclusion in its next issue. The additional Circulation Statement which has been approved by BPA Worldwide will be returned to the publisher in advance of their printed copies for their use in preparing promotional material.

## **N8.8**

Printed copies of Circulation Statements and Audit Reports may be purchased by a member of the Corporation at a price established by the Board of Directors.

## **N8.9**

All language and terminology shall be factual and auditable.

## **N8.10**

No facts, figures or statements shall appear in the Circulation Statement other than those expressly authorized in these Rules.

## **N8.11**

In the event of a disagreement with a decision of the President, a publisher member may request a hearing before an appropriate committee of the Board of Directors.

## **N9.0 - CIRCULATION STATEMENT – CONTENTS**

### **N9.1**

All language and terminology shall be factual and auditable. A member may not claim or imply that BPA Worldwide audits:

readership or intent to read;

recipient's buying authority or influence.

No facts, figures or statements shall appear in the Circulation Statement other than those expressly authorized in these Rules. In the event of a disagreement with a decision of the President, a publisher member may request a hearing before an appropriate committee of the Board of Directors.

### **N9.2**

All newspaper members are required to report their average qualified non-paid circulation and average qualified paid circulation separately in paragraph 1 of their Circulation Statement and Audit Report.

### **N9.3**

All newspaper members shall report their total qualified circulation in paragraphs 1,2, 3, and 5, of the Circulation Statement. Paragraph 4 reports the average circulation of previous periods.

Newspaper members shall report their qualified paid and non-paid circulation separately in paragraphs 1 through 5.

### **N9.4**

The first page of the statement shall contain the name of the newspaper; publishing company; principal telephone number; fax number; email address; Web site URL; address of publishing company; whether or not an official benefit of membership newspaper; and the year of newspaper's establishment.

### **N9.5**

A publisher member shall notify BPA Worldwide of any change in the name of their newspaper. At this time the publisher shall declare whether or not they wish to change the date the newspaper was established. Any change in the date of establishment should be consistent with the volume number appearing in the masthead of the newspaper. If the date of establishment and volume numbers are changed, the newspaper will be considered a new newspaper and subject to the rules requiring application for membership.

### **N9.6**

Whenever two or more newspapers are merged, the following comment shall appear in the upper left hand corner of two consecutive Circulation Statements and one Audit Report: *Merged Newspaper -See Paragraph 10*. Paragraph 10 shall report the date of merger and other applicable information (see rule N10.20).

### **N9.7**

**Statement of Publishing and Circulation Policy** shall contain a statement concerning the means of distribution of the newspaper and the terms of qualification. A regional newspaper shall include a description of the geographical area(s) served. Auditable documentary evidence shall be available to support the conformance to the terms of qualification. The description in this paragraph shall include all editions and the geographic areas covered by each edition.

If digital version circulation exists, the method of distribution shall be fully disclosed within the "Statement Of Publishing and Circulation Policy (See N7.11)

### **N9.8**

Statement Of Publishing and Circulation Policy may NOT contain any reference to:

Requests to receive the newspaper.

Recipient's reading or intent to read the newspaper.

Any claim that all people of a certain category receive the newspaper.

A classification which is not reported in paragraph5 of the statement.

**N9.9**

A member may not claim or imply that BPA Worldwide audits readership or intent to read. (See N5.26 and N9.1).

**N9.10 Paragraph 1: Average Circulation for Period**

All copies listed in this Section are directed to subscribers or recipients as stated in the Statement of Publishing and Circulation Policy.

Community and Ethnic Newspapers shall include:

A. Paid Circulation

- Subscriptions 1) Carrier
- 2) Mail
- 3) Digital Edition
- 4) Bulk

Single Copy Sales

Total Paid Circulation

B. Voluntary/Optional Paid Circulation

C. Non-Paid Circulation

- 1) Carrier Delivery
- 2) Mail Delivery
- 3) Digital Edition

Total Non-Paid Individual Circulation

D. Bulk Distribution (non-paid)

- 1) Carrier bulk
- 2) Drop Boxes – residential/public

Total Bulk Distribution

Total Non-Paid

Total Qualified Circulation

Daily Newspapers shall include:

- Subscriptions 1) Carrier
- 2) Mail
- 3) Digital Edition
- 4) Bulk

Single Copy Sales

Sub-Total

**N9.10** (continued)

II. SOLD AT LESS THAN HALF RATE

Subscriptions 1) Carrier  
2) Mail  
3) Digital Edition  
4) Bulk

Single Copy Sales

Sub-Total

TOTAL NON-PAID CIRCULATION

III. SPONSORED/THIRD-PARTY SALES

Subscriptions 1) Carrier  
2) Mail  
3) Digital Edition  
4) Bulk

Single-copy sales

Sub-Total

IV. NON-PAID CIRCULATION

1) Individual  
2) Bulk

Sub-Total

TOTAL QUALIFIED CIRCULATION

The average circulation of separate issues (or groupings of issues) can be reported in columnar format at the option of the publisher.

**N9.11**

If, over a period of three months, the average circulation of a daily newspaper is, on a certain day of the week, 15 percent above or below the average for the other days of the week, the circulation for such day on which the overage or deficiency occurs shall be shown separately and the average for the other five days shall be shown as the "daily average".

If, over a period of three months, the average circulation of a daily newspaper is, on a certain day of the week, less than 15 percent but more than 5 percent in excess of or below the average for the other days of the week, the circulation for such day on which the excess or deficiency occurs may, at the option of the publisher, be shown separately and the average for the other five days shown as the "daily average".

#### **N9.11 (continued)**

The above options must receive approval from the president of the corporation.

Newspapers may report average paid circulation for each day of the week, at their option.

#### **N9.12**

If the circulations for any days are omitted from the averages reported in the Circulation Statement, the circulation and the reasons for omission shall be reported separately for each day in paragraph 10, and the number of omitted days shall also be reported on the front page of Circulation Statement.

Circulation on a holiday, the day before and day after the holiday, and either the Sunday before or Sunday after the holiday, or on days when in the opinion of the president, a situation occurs beyond the control of the publisher, may be eliminated from the averages to be shown in Paragraphs 1, 4 and 5 and if excluded from paid circulation, shall be reported separately, in paragraph 10, provided the circulation is 5 percent or more in excess of or below the circulation for the nearest preceding corresponding day that had a normal or average circulation. If the holiday occurs on a Monday the Friday or Saturday preceding the holiday may be omitted as the day before.

A publisher shall omit no more than 10 days during any 12-month audit period.

If the situation beyond the control of the publisher affecting circulation exists for only one day, the circulation may be eliminated from computation of the averages if the circulation for the day affected is 10 percent or more above or below the circulation for the nearest preceding corresponding day that had a normal or average circulation.

Publisher electing to eliminate such days shall notify the president within 30 days following each day or days and the president shall notify the publisher members in the same city of such election.

Where one publisher in a city files a Circulation Statement under this rule then other publishers in the same city may do the same even though they do not qualify under the 5 or 10 percent minimum requirement.

#### **N9.13 Paragraph 2: Average Non-qualified Distribution Audited as to Quantity Only**

This distribution is reported in paragraph 2 of the Circulation Statement as "In addition to the circulation the following average distribution is audited as to quantity only" and includes the following:

Advertisers, Agencies  
Other

Non-qualified copies distributed by the publisher's salespeople to prospects are reported within paragraph 2 of the Circulation Statement as "Advertiser and Agency Copies".

"Other" would include copies which fail to conform to the terms of the "Statement Of Publishing and Circulation Policy."

#### **N9.14 Paragraph 3: Average Monthly Circulation**

##### Community Newspapers:

Report the average monthly figures for the circulation as follows:

- Subscriptions
- Single Copy Sales
- Total Paid
- Voluntary/Optional Paid
- Individual Non-Paid
- Bulk Non-Paid
- Total Non-Paid
- Total Paid and Non-Paid Circulation

##### Daily Newspapers:

Report the average monthly figures for the circulation as follows:

- Sold At Half Rate Or Greater
- Sold At Less Than Half Rate
- Sponsored/Third-party sales
- Total Paid
- Individual Non-Paid
- Bulk Non-Paid
- Total Non-Paid
- Total Paid and Non-Paid Circulation

If the average digital circulation is equal to or greater than 5% of the average paid circulation for the period, the digital circulation shall be detailed separately throughout the report. Individuals receiving print, digital, and both the print and digital versions shall be included only once.

When averages of issues are reported in separate columns in Paragraph 1, the same issue groupings shall each be reported in Paragraph 3.

#### **N9.15 Paragraph 4: Average audited circulation at end of previous audit**

Shall report the total audited average qualified circulation for the preceding three audit periods.

The data shall include a reporting of the Total Audited Average Qualified circulation, Qualified Paid circulation, Total Voluntary Paid Circulation, Total Qualified Non-Paid circulation. Qualified Digital version and Qualified Print Version circulation shall be reported separately if applicable.

#### **N9.16 Paragraph 5: Analysis of Circulation**

Shall contain a breakout of a specific issue for Community and Ethnic Newspapers. The breakout for Daily Newspapers can be for a specific issue or the average of the statement period.

The specific issue shall be any issue in February on the March Circulation Statement and any issue in August on the September Circulation Statement.

When averages of issues are reported in separate columns in paragraph 1, the same issue groupings shall each be reported in paragraph 5.

### **N9.16.1 City Trading Zone**

A city trading zone shall be established by the President, after consultation with the publishers in the city of publication. Any change in a city trading zone shall become effective at the beginning of the Circulation Statement period within which the new alignment has been approved, provided such statement period is the first statement period of the audit period.

### **N9.16.2 Retail Trading Zone**

A retail-trading zone shall be established by the President, after consultation with the publishers in the city of publication. Any change in a retail trading zone shall become effective at the beginning of the Circulation Statement period within which the new alignment has been approved, provided such statement period is the first statement period of the audit period.

Boundaries of retail trading zone shall be established according to census units, and population figures, and it shall be within the discretion of the president to determine whether areas may be included in the retail trading zone for which there are no established census unit boundaries. The circulation of all newspapers published in the same city shall use a common retail trading zone.

Any change in a retail trading zone shall become effective at the beginning of the Circulation Statement period within which the new alignment has been approved, provided such statement period is the first statement period of the audit period.

### **N9.16.3 Newspaper Designated Market**

A newspaper may designate a market, subject to the approval of the president. A newspaper designated market is considered to be the geographical area served by the newspaper. A map of the area served must also be included on the Circulation Statement.

### **N9.16.4 Metropolitan Statistical Areas/ Canada Post Householder**

Areas established by US Office of Management and Budget and Canada Post. A publisher opting to report by USOMB or Canada Post Householder shall label all tables accordingly.

A publisher opting to report by MSA, CMSA, or Canada Post Householder shall label all tables accordingly.

### **N9.16.5 Market Segments**

A newspaper may designate a market based on non-geographic characteristics. Such groups are called "market segments." Average circulation for each market segment shall be reported in paragraph 10, including a definition of each market segment. Documentation supporting market segments may not be older than 36 months.

### **N9.16.6 Other Trading Zone**

Circulation outside of the limits described in the newspaper form as city zone, retail trading zone, newspaper designated market, and market segments, shall be designated as "all Other Trading Zone."

### **N9.16.7 Householder Figures**

BPA will add occupied householder figures based on data from US Office of Management and Budget or Canada Post for all counties, established city zones, retail trading zones, and/or newspaper designated markets.

### **N9.16.8 Digital**

If the average digital circulation is equal to or greater than 5% of the average paid circulation for the period, the digital circulation shall be detailed separately throughout the report. Individuals receiving print, digital, and both the print and digital versions shall be included only once.

Newspaper members reporting print and digital versions shall report such circulation in the following columns:

Print Version Only  
Digital Version Only  
Both Print and Digital Versions

The column "Both Print and Digital Versions" must include each subscriber only once.

### **N9.16.9 Single Copy Sales**

Single Copy Sales shall be reported separately and further broken down into:

Single  
Bulk  
Non-Returnable  
Digital Version

Reporting Bulk Retail Sales shall have an accompanying explanatory footnote.

The quantity of Single Copy Sales sold to consumers with a promotional incentive (cover mount) shall be reported in paragraph 10. (See Sections N7.26 and N9.26 of these rules).

### **N9.16.10 Maps**

Community and daily newspaper member Circulation Statements and Audit Reports shall include a map of distribution.

### **N9.17 Paragraph 6: Were returns accepted or allowances made for undelivered, left over and unsold copies?**

Shall report if sales of single copies were on a returnable or non-returnable basis including any necessary explanations.

### **N9.18 Paragraph 7: Premium, combination, contests and other special offers**

Details regarding premium offers, combination sales, contests or any other special offers must be reported in this paragraph of the Circulation Statement.

### **N9.19 Paragraph 8: Arrears under three months**

Shall report the number of paid subscribers in arrears as of the issue analyzed in paragraph 5.

If paragraph 5 analyses the average for the period, the arrears shall be as of any issue in February on the March Circulation Statement and shall be as at any issue in August for the September Circulation Statement.

## **N9.20 Paragraph 9: Prices**

Shall report the basic price(s) offered for each regularly established duration in each city trading zone, retail trading zone, designated market, MSA/Canada Post, and other trading zone. If the price charged is different for different delivery areas, one basic price per delivery area is to be established and the basic price for each delivery area reported.

All sponsored/third-party sales must be disclosed including price and quantity.

Any other offers made during the reporting period are to be reported in paragraph 9.

## **N9.21 Paragraph 10 Additional Data**

Shall contain any additional explanatory information necessary to supplement facts reported elsewhere in the statement. Only data approved by the President shall be shown in this paragraph.

## **N9.22**

Newspapers reporting bulk paid circulation in paragraph 1 of the Circulation Statement shall report an analysis of that bulk circulation in paragraph 10 as follows:

*"Qualified paid bulk subscriptions averaging ..... copies were sold, in quantities of ..... to ....., to qualified recipients at the following subscription prices:"*

## **N9.23**

Newspapers reporting Single Copy Sales in paragraph 1 and include Single Copy Sales that are bulk sales and/or Non-Returnable Sales in that figure, shall report each individual sale that represents 5% or more of the average single copy sales for the period reported in paragraph 10 by Single Copy Sales, Bulk Sales and Non-Returnable Sales as an average for the period (see N7.32 and N7.33).

## **N9.24**

Newspapers reporting Single Copy Sales in paragraph 1 and including Non-Returnable in that figure, shall note in paragraph 10 the methodology used to determine net sales. (See N7.31).

## **N9.25**

Newspaper members with a daily frequency shall report the paid order as qualified circulation for the subscription period purchased. Email alerts are not required.

Newspaper members, with less than daily frequency, reporting print and digital versions, may report at their option whether subscribers to the digital version receive an email alert only, have automatically received the digital version, or manually downloaded/retrieved/received the digital version.

If email alerts are reported, such data shall be reported in paragraphs 1, 3, 5, and 6. If downloaded; retrieved; received data is reported, such data shall be reported in paragraphs 1, 3, 5, and 6.

## **N9.25 (continued)**

A downloaded; retrieved; received issue may be counted within the table as long as the issue was downloaded; retrieved; received within 60 days of the alert. At the time of Circulation Statement filing, any issues for which final downloaded; retrieved; received counts are not available may be estimated based on a historical average. At the time of audit the estimation will be compared to actual data. If the variance is material, an Audit Report will be issued to adjust the circulation accordingly.

Newspapers reporting the required net qualified circulation for digital versions may include a table detailing the gross number of qualified digital subscribers and qualified print copies existed for each issue. Those recipients receiving both the print and digital versions, shall be a gross count. This data shall appear in paragraph 10, Additional Data.

## **N9.26**

Newspapers reporting any Single Copy Sales sold with a promotional incentive (cover mount) shall show in paragraph 10 a monthly analysis of the number of single copies sold with a promotional incentive. The nature of the promotional incentive (cover mount) and provisions of the offer shall also be described.

## **N9.27 Publisher's Affidavit**

A Circulation Statement shall carry the publisher's affidavit containing two signatures. At least one of the two signatures shall be that of an officer of the publishing company or its authorized representative. The names and titles of the persons signing the Circulation Statement shall be typewritten below their signatures. If you file electronically, the signed affidavit must be faxed or mailed to BPA Worldwide.

This requirement shall not apply to a corrected Circulation Statement issued by BPA Worldwide as provided in Section N11.6 of these Rules.

## **N9.28 Date Received**

All Circulation Statements will contain the date received by BPA Worldwide.

## **N10.0 - REQUIREMENTS AND RECORDS NECESSARY FOR AN AUDIT**

### **N10.1 General**

The BPA Worldwide Newspaper Audit methodology is based upon a perpetual inventory record by issue of the names on a circulation list. It is a publisher member's responsibility to insure the accurate maintenance of their circulation list and records in accordance with these Rules. The BPA Worldwide Newspaper Audit is designed to verify and authenticate the publisher's circulation claims.

### **N10.2 Special Three or Six Month Audit**

A newspaper may request the President to provide a special three or six month audit ending with a month other than March or September, if in the President's judgment, circumstances warrant the audit and the newspaper meets the following conditions:

The newspaper's request for the special three or six month audit shall be in writing explaining the reason for the audit.

The newspaper shall pay a regular auditing charge for the special audit.

## **N10.2 (continued)**

A newspaper, which has chosen a period ending with a month other than March or September for its special three or six month Audit Report, shall transfer back to the standard March or September schedule with its first Circulation Statement following the special three or six month Audit Report, and include whatever previously audited issues are necessary to complete the six month period.

The newspaper may continue to audit on its original audit cycle, or, with approval of the President, the audit cycle may be changed.

## **N10.3 Circulation List**

A printout proof or electronic file of all names on the qualified subscriber list for the issue analyzed shall be provided for the auditor. A physical count of the circulation list shall be made by geographical distribution, and by the classifications shown in paragraph 5 of the Circulation Statements.

## **N10.4 Records**

Publisher members shall provide for the auditor's examination proof of distribution of every issue of the newspaper for the period being audited. This proof shall be in the form of receipts from carrier delivery, post office delivery, other courier delivery, and single copy sale draw/sale/return reports.

In addition, proof of payment for distribution must be retained for the auditor's examination.

For Digital Versions summary reports of alerts and distribution/downloads shall be provided to the auditor with corresponding logs. (See N7.11)

## **N10.5**

A copy of each issue, press run reports, and paper consumption reports shall be available. The auditor may request access to any ledger accounts relative to circulation and such inspection shall be made with a representative of the newspaper present.

## **N10.6**

Proof of classification as reported in paragraph 5 shall be available for all recipients on the qualified circulation mailing list. This proof may be no older than three years from the date of the issue analyzed.

## **N10.7**

Original orders, dues invoices, membership application forms and proof of payment for all qualified paid subscriptions shall be available to the auditor as to price, term, expiration date, how ordered and use of promotional incentive, if any.

## **N10.8**

Publishers shall maintain on file for use of the auditor, copies of all subscription offers, and copies of all contracts made with solicitors, subscription agencies or any other parties through whom subscriptions are obtained for their newspapers as well as for handlers (national distributors and/or wholesalers and/or retailers) of single copy sales. The auditor may request access to any ledger accounts relative to circulation, and such inspection shall be made with a representative of the newspaper present.

#### **N10.9**

Newspapers shall code to denote on computer records and display on a resulting printout, price paid, demographic classification (if any), source and date of qualification, length for each subscription, use of promotional incentive and subscription expiration date.

#### **N10.10**

**Circulation Statement** The publisher shall run tabulations separating counts of the qualified paid circulation, qualified voluntary paid circulation and qualified non-paid circulation respectively.

#### **N10.11**

Newspapers reporting Single Copy Sales in paragraph 1 shall maintain records to substantiate the claim.

A shipping manifest indicating destinations for breakout shipments and bulk shipping receipts for distribution of copies from the printer to the first point(s) of redistribution, either the distributor, wholesaler/breakup agent, or outlet dealing directly with the publisher shall be maintained.

Publishers shall maintain accounts specific to each newspaper title for any national distributor, wholesale vendor with whom they conduct single copy sales transactions.

All account entries shall be documented including invoices for the draw, covers or affidavits for returns, and adequate evidence of payments received and credits issued.

#### **N10.12**

All documents used in verifying the qualified circulation mailing list as the issue analyzed shall be available to the auditor.

#### **N10.13**

Qualification evidence submitted by the publisher shall support all the mailing data. However, evidence supporting the street address or box number may be omitted whenever the Post Office notifies the publisher of an address change.

#### **N10.14**

The following types of records shall NOT be acceptable as evidence of recipient qualification:

Any reports originating within the newspaper's own organization or from the publisher's staff with the exception of telephone interviews which have been approved by BPA Worldwide.

#### **N10.15 Worksheets Maintained by the Publisher**

BPA Worldwide can supply all the necessary worksheets to the publisher for the completion of the data reported in the Circulation Statements.

**N10.16**

*Form CNA1-2 (community newspaper) and DAILY1-2 (daily newspaper) (Circulation Breakout by Issue) -* Is a perpetual inventory of circulation which will record the qualified circulation by qualified paid, qualified voluntary paid, qualified non-paid and total qualified circulation by issue. Also recorded on this form is the non-qualified distribution. The reporting of information on this form is mandatory for all newspapers.

**N10.17**

The preparation, maintenance and availability of all requirements and records necessary for an audit as stated in these Rules shall be the responsibility of the publisher. The employment of outside agents or firms for any and all circulation work does not relieve the publisher member of their responsibility.

**N10.18**

All records necessary for an audit shall be retained by the publisher until the next audit has been completed.

**N10.19**

Services shall be suspended by the President for any newspaper whose audit takes over 75 days to complete or such further time as granted by the President. The Publisher may appeal the President's decision in writing to the Executive Committee of the Board of Directors within seven days from receipt of the President's decision. The decision of the Executive Committee shall be final. In the event of suspension, a notice shall be posted on BPA's web site and/or released to the membership and the publisher may not publicize any circulation data until the successful completion of that audit.

**N10.20 Purchase or Transfer of Subscriptions from List of Suspended Newspapers**

When a publisher purchases a newspaper and/or the subscription list of a newspaper that has ceased publishing and transfers the subscriptions to the publisher's own newspaper, the following shall apply:

The newspaper shall be homogeneous.

A record shall be available indicating the subscriber's election to receive the newspaper which has assumed the responsibility to fill the unexpired term of this suspended subscription. This election may be done through a negative option questionnaire. If such documents are returned to the publisher, they shall be considered a request to receive the surviving newspaper.

This service shall be started within six months after the last issue of this suspended newspaper, or within such further time as may be granted by the President.

The original order and proof of payment of the suspended newspaper shall be available.

#### **N10.20 (continued)**

The unexpired portion of the subscription is ascertained by either of the following methods, decided by the President:

By dividing the sum of money due the subscriber at the base annual price of the discontinued newspaper by the price per copy of the surviving newspaper, said per copy price to be a pro rata price of the base annual subscription price of that newspaper.

By counting the number of copies of the discontinued newspaper still due the subscriber and crediting the subscriber with this number of copies of the surviving newspaper.

A separate analysis of transferred subscriptions shall be made in paragraph 5 for one Circulation Statement and one Audit Report and all details concerning such subscriptions shall be reported in paragraph 10 as determined by the President.

The subscriptions cannot be reported as paid circulation beyond the expiration date.

#### **N10.21 Subscription Extensions**

Number of subscriptions extended because of subscription price reductions or a reduction in the frequency of issue will be reported in paragraph 10.

#### **N10.22**

When a publisher reduces the base annual price of a newspaper, subscriptions are extended as follows:

The unexpired portion of the subscription shall be extended in the ratio that the value of such unexpired portion at the old base rate bears to the new base rate.

All calculations shall be made effective from the date of the issue with which the price change has occurred.

#### **N10.23**

When a publisher has reduced the base annual price and has extended the expiration date as specified above, and then, at a later date, has raised the basic annual price the new expiration dates for subscriptions originally extended shall be cut back in the ratio that the newest base price bears to the last base price. All calculations shall be made effective from the date of issue with which the price change has occurred.

#### **N10.24**

When a publisher increases the frequency without a change in subscription rates, the publisher may extend the subscription period ordered by the subscriber. Details regarding subscription extensions shall appear in paragraph 10.

#### **N10.25 Requirements and Records for Computerized Audits**

Publisher members using a computer for circulation fulfillment and preparation of audit data, shall:

**N10.26**

Provide electronic files of all subscribers on the qualified mailing list for the issue analyzed, including all of the coding information for each recipient.

**N10.27**

Provide separate computer tabulations for:

Newspaper audit classifications for paragraph 5.

Post expiration copies (arrears) for paragraph 6.

**N10.28**

Retain a "frozen" file (in any form of memory) of the issue analyzed until the annual audit has been completed. The auditor may conduct any tests to verify the accuracy of the above reports.

**N10.29**

Allow the auditor to examine the computer procedure manuals, including the coding instructions and system flow charts.

**N10.30 Requirements for Storing Documents on Electronic Media**

Publishers electing to store documents on electronic media or microfilm shall support all the data reported on the Circulation Statement.

**N10.31**

Completely legible hard copy shall be provided for the stored qualification documents selected on the auditor's test.

**N10.32**

At BPA Worldwide's discretion, periodic confirmations shall be made to verify the origin of the document.

**N11.0 - Audit Procedure****N11.1**

The auditor shall examine all available records pertaining to circulation as required in Sections N9.0 and N10.0 of these Rules.

**N11.2**

Subscriber lists, circulation qualification records and other sources shall be counted and tested to verify analysis of circulation.

### **N11.3**

Officers and employees concerned with circulation may be questioned with regard to work on the records in their charge.

### **N11.4**

The auditor may compare and crosscheck data from these various sources, conduct confirmations and make any other tests considered essential to the complete and accurate authentication of the Audit Report.

The publisher shall be billed for the costs incurred for special tests considered to be essential to complete the audit.

### **N11.5**

The auditor may visit the printer's plant and bindery and secure records pertaining to the newspaper and may also visit the mailing room or any other department or plant that is concerned with the production or distribution of the newspaper. For these purposes the cooperation of the publisher shall be expected.

### **N11.6**

As a result of an audit, whenever there has been a substantial change in the circulation data as reported originally in the Circulation Statement, a membership advisory shall be issued by BPA Worldwide which shall bear the legend "Membership Advisory (See Paragraph 10)." Prior to the issuance of a membership advisory, however, the publisher shall be notified by registered mail or other courier mail (return receipt requested) of the auditor's findings, and shall have ten days to appeal the auditor's findings prior to the release of a membership advisory. In the event of an appeal, the auditor's findings will be reviewed by the President. If the publisher disagrees with the decision of the President they may, within 10 days, request a further review by the Board of Directors.

In addition, BPA Worldwide may post on its web site or release in some other way, a bulletin to its members whenever a Circulation Statement is corrected. Whenever an adjusted Audit Report, membership advisory or bulletin is released, the publisher shall be billed for the charges incurred.

### **N11.7**

Whenever membership advisories are issued for a member for two sequential audits, the Corporation shall not release the subsequent Circulation Statement without auditing it first. The publisher shall be billed the audit charge for this special audit in accordance with rates as established from time to time by the Board of Directors. In addition, the matter will be brought to the attention of the Executive Committee for a review of the membership status of the newspaper for possible further action as provided for under Section 10.0 of the Bylaws.

### **N11.8**

If it becomes necessary for an auditor to remove from the publisher's premises any receipts, documents, etc., the auditor shall be required to have two identical receipts signed by the auditor and the publisher or a publisher's representative listing the material taken. One receipt is to be kept by the auditor and the other by the publisher, both receipts to be destroyed upon the auditor's return of the material.

No attempt has been made to rank the information contained in this report in order of importance, since BPA Worldwide believes this is a judgment, which must be made by the user of the report.

Canadian Circulations Audit Board  
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A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprising media owners, advertising agencies and advertisers. Spanning 25 countries, BPA serves more than 2,000 B-to-B publications and 500 consumer magazines, plus newspapers, events, Web sites, email newsletters, databases, wireless and other advertiser-supported media—as well as more than 2,600 advertiser and agency members.

Visit [www.bpaww.com](http://www.bpaww.com) for the latest audit reports, membership information and publishing and advertising industry news.

## THE CRITERION

The Criterion Inc.  
123 - 4th St East  
Owen Sound, Ontario  
N2K 6P2  
Telephone: (519) 555 - 5555  
Fax: (519) 555 - 5554  
Email:  
Established: 1899  
Frequency: 6 days a week (Monday to Saturday)

### PUBLISHER'S STATED PUBLISHING AND CIRCULATION POLICY INFORMATION

The Criterion is a daily newspaper (Monday to Saturday) serving Owen Sound, Meaford, Thornbury, Dundalk, Durham, Hanover, Walkerton, Mildmay, Kincardine, Chesley, Port Elgin, Southampton, Sauble Beach, Wiarton, Lion's Head, Tobermory, Markdale, Flesherton, Paisley, Tara and Tiverton

### 1. AVERAGE CIRCULATION FOR THE 6 MONTH PERIOD ENDING SEPTEMBER 2006

	The Criterion (Saturday-Thursday)	The Criterion (Friday)
<b>I. Sold at half rate or greater</b>		
Subscriptions: Carrier _____	10,308	10,285
Mail _____	2,813	2,863
Digital _____	42	42
Bulk _____	-	-
Single Copy Sales _____	2,447	4,684
Sub-Total	15,610	17,874
<b>II. Sold at less than half rate</b>		
Subscriptions: Carrier _____	-	-
Mail _____	-	-
Digital _____	-	-
Bulk _____	77	216
Single Copy Sales _____	-	-
Sub-Total	77	216
<b>III. Sponsored third-party sales</b>		
Subscriptions: Carrier _____	-	-
Mail _____	-	-
Digital _____	-	-
Bulk _____	-	-
Single Copy Sales _____	-	-
Sub-Total	-	-
<b>I, II &amp; III. TOTAL PAID CIRCULATION</b>	<b>15,687</b>	<b>18,090</b>
<b>IV. NON-PAID CIRCULATION</b>		
Individual _____	-	-
Bulk _____	-	-
Sub-Total	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>15,687</b>	<b>18,090</b>

2. AVERAGE DISTRIBUTION AUDITED AS TO QUANTITY ONLY		
	The Criterion	The Criterion
	Saturday-Thursday	Friday
Advertisers, Agencies _____	-	-
Other _____	1,095	1,413

3. AVERAGE MONTHLY CIRCULATION THE CRITERION - (SATURDAY - THURSDAY EDITION)								
Month	Paid Circulation				Non-Paid Circulation			Total Paid & Non-Paid Circulation
	Sold at Half Rate or Greater	Sold at Less than Half Rate	Sponsored Third-Party Sales	Total Paid	Individual Non-Paid	Bulk Non-Paid	Total Non-Paid	
April _____	15,597	50	-	15,647	-	-	-	15,647
May _____	15,744	70	-	15,814	-	-	-	15,814
June _____	15,512	80	-	15,592	-	-	-	15,592
July _____	15,549	90	-	15,639	-	-	-	15,639
August _____	15,671	89	-	15,760	-	-	-	15,760
September _____	15,587	83	-	15,670	-	-	-	15,670

AVERAGE MONTHLY CIRCULATION THE CRITERION - (FRIDAY EDITION)								
Month	Paid Circulation				Non-Paid Circulation			Total Paid & Non-Paid Circulation
	Sold at Half Rate or Greater	Sold at Less than Half Rate	Sponsored Third-Party Sales	Total Paid	Individual Non-Paid	Bulk Non-Paid	Total Non-Paid	
April _____	17,912	187	-	18,099	-	-	-	18,099
May _____	17,910	200	-	18,110	-	-	-	18,110
June _____	18,074	218	-	18,292	-	-	-	18,292
July _____	17,734	222	-	17,956	-	-	-	17,956
August _____	17,810	237	-	18,047	-	-	-	18,047
September _____	17,804	229	-	18,033	-	-	-	18,033

4. AVERAGE AUDITED CIRCULATION AT END OF PREVIOUS AUDIT PERIODS						
Month	March 2002		March 2004		March 2006	
	Daily Edition	Friday Edition	Daily Edition	Friday Edition	Daily Edition	Friday Edition
	Total Paid & Non-Paid	Total Paid & Non-Paid	Total Paid & Non-Paid	Total Paid & Non-Paid	Saturday-Thursday Total Paid & Non-Paid	Friday Edition Total Paid & Non-Paid
Paid Circulation _____	17,297	20,810	16,976	19,720	16,498	18,810
Non-Paid Circulation _____	-	-	-	-	-	-
Non-Paid Bulk _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>17,297</b>	<b>20,810</b>	<b>16,976</b>	<b>19,720</b>	<b>16,498</b>	<b>18,810</b>

5. ANALYSIS OF AVERAGE CIRCULATION FOR THE 6-MONTH PERIOD ENDING SEPTEMBER 2006			
	*Total Homes Commercial & Professional Operations in Selected Coverage Area	The Criterion	The Criterion
		Saturday-Thursday	Friday
<b>CITY TRADING ZONE (CTZ)</b>			
SOLD AT HALF RATE OR GREATER			
Carrier delivery to Owen Sound _____		3,846	3,820
Mail Subscribers _____		2	2
Digital Subscriptions _____		42	42
Single Copy Sales _____		784	1,689
Bulk Subscriptions _____		-	-
Employee Subscriptions _____		61	62
Newspaper In Education _____		-	-
<b>TOTAL CITY TRADING ZONE</b>	<b>8,532</b>	<b>4,735</b>	<b>5,615</b>
<b>RETAIL TRADING ZONE (RTZ)</b>			
SOLD AT HALF RATE OR GREATER			
Home delivery to the township of Meaford, Thornbury, Dundalk, Durham, Mount Forest, Hanover, Walkerton, Mildmay, Teeswater, Kincardline, Chelsey, Port Elgin, South-Hampton, Sauble Beach, Wiarton, Lion's Head, Tobermory, Markdale, Fesherton, Paisley, Tara and Tiverton _____			
Carrier delivery _____		6,176	6,178
Mail Subscribers _____		2,762	2,804
Digital Subscriptions _____		-	-
Single Copy Sales _____		1,592	2,852
Bulk Subscriptions _____		-	-
Employee Subscriptions _____		-	-
Newspaper In Education _____		-	-
<b>TOTAL RETAIL TRADING ZONE</b>	<b>29,372</b>	<b>10,530</b>	<b>11,834</b>
<b>OTHER TRADING ZONE (OTZ)</b>			
SOLD AT HALF RATE OR GREATER			
Carrier delivery _____		225	225
Mail Subscribers _____		49	57
Digital Subscriptions _____		-	-
Single Copy Sales _____		71	143
Bulk Subscriptions _____		-	-
Employee Subscriptions _____		-	-
Newspaper In Education _____		-	-
<b>TOTAL OTHER TRADING ZONE</b>	<b>12,080</b>	<b>345</b>	<b>425</b>
<b>TOTAL PAID AT 50% or GREATER</b>		<b>15,610</b>	<b>17,874</b>
SOLD AT LESS HALF RATE			
CITY TRADING ZONE (CTZ) _____		77	216
RETAIL TRADING ZONE (RTZ) _____		-	-
OTHER TRADING ZONE (OTZ) _____		-	-
<b>TOTAL PAID AT LESS THAN 50%</b>		<b>77</b>	<b>216</b>
<b>SPONSORED THIRD-PARTY SALES</b>			
Carrier delivery _____		-	-
Single Copy Sales _____		-	-
Digital Subscriptions _____		-	-
Mail Subscribers _____		-	-
Bulk _____		-	-
<b>TOTAL SPONSORED THIRD-PARTY SALES</b>		<b>-</b>	<b>-</b>
<b>TOTAL PAID CIRCULATION</b>		<b>15,687</b>	<b>18,090</b>
<b>NON-PAID CIRCULATION</b>			
Individual _____		-	-
Bulk _____		-	-
<b>TOTAL NON-PAID CIRCULATION</b>		<b>-</b>	<b>-</b>
<b>TOTAL QUALIFIED CIRCULATION</b>		<b>15,687</b>	<b>18,090</b>
<b>TOTAL</b>	<b>49,984</b>		

\*Source Canada Post Householder Figures April 2003. Figures include Post Office Box holders.

**Map Of Distribution**



**6. WERE RETURNS ACCEPTED OR ALLOWANCES MADE FOR DELIVERED, LEFT OVER AND UNSOLD COPIES?**

Yes

**7. PREMIUM, COMBINATION, CONTESTS AND OTHER SPECIAL OFFERS**

Sign up for a 3-month subscription and receive a \$10.00 HBC Gift Card.

**ANALYSIS OF PAID CIRCULATION SUBSCRIPTION SALES FOR PERIOD:**

**8. ARREARS UNDER THREE MONTHS AS OF:**

**9. PRICES**

Basic:	Subscription	1 Month	3 Months	6 Months	12 Months
		Carrier	\$14.90	\$42.22	\$82.97
Single Copy	Canadian Mail	\$15.98	\$48.83	\$98.09	\$197.21
	Monday - Wednesday	99 cents	Thursday - Friday - Saturday	99 cents	

Price includes GST

Other offers made during the statement period: \$13.09 for pre-paid monthly pre-authorized subscribers

**10. ADDITIONAL DATA**

Regular publishing days that no newspaper was issued: Monday August 7, 2006.

**PUBLISHER'S AFFIDAVIT**

We hereby make oath and say that all data set forth in this statement are true.

N. Flanders, Publisher

K. Karlson, Circulation Sales Manager

(At least one of the above signatures must be that of an officer of the publishing company or its authorized representative.)

**IMPORTANT NOTE:**

This unaudited circulation statement has been checked against the previous audit report. It will be included in the annual audit made by CCAB.

Date signed October 31, 2006

City Owen Sound

Received by CCAB October 31, 2006

ID Number C12345678