



SIGMA TAU DELTA

INTERNATIONAL ENGLISH HONOR SOCIETY

Sigma Tau Delta, the International English Honor Society, has adopted the following Code of Conduct that all Board members, agree to adhere to by signing below:

1. Adherence to Societal Constitution, By-Laws, Policies & Procedures

Board members will abide with the societal constitution, by-laws, policies and procedures. Observed discrepancies and/or suggested revisions in societal documents must be submitted for Board discussion and vote.

2. Societal Communication

As a matter of practice and transparency, Sigma Tau Delta maintains an openness of communication and collegiality. Constructive discussions are encouraged among the Central Office, societal members, sister organizations, committees and task forces for efficient and trustworthy operations and planning. Sigma Tau Delta is committed to openness in providing useful information in formats that are accessible to all membership. Sigma Tau Delta makes every effort to provide information that is complete, accurate, and up-to-date.

3. Active Participation & Civility

Board members are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes:

- Making attendance at all meetings of the Board a high priority.
- Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand prior to the discussion.
- Completing committee, ad-hoc committee, and task force duties in a timely and professional manner.
- Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all board discussions, as well as supporting actions of the Board even when the Board member personally did not support the action taken.
- Putting the interests of the organization above personal interests.
- Representing the organization in a positive and supportive manner at all times and in all places.
- Showing respect and courteous conduct in all board and committee meetings.
- Notifying the Executive Director in a timely fashion if unable to perform your Board duties or finish your elected position's tenure.
- Refraining from intruding on administrative issues that are the responsibility of management, except to monitor the results and ensure that procedures are consistent with board policy.
- Observing established lines of communication and directing requests for information or assistance to the executive director.

4. Confidentiality

Board members are reminded that confidential financial, personnel and other matters concerning the organization, donors, staff or clients/consumers may be included in board materials or discussed from time to time. Board members should not disclose such confidential information to anyone.

5. Prohibition Against Sexual Harassment

Sigma Tau Delta strives to maintain a workplace that is free from illegal discrimination and harassment. While all forms of harassment are prohibited, it is the organization's policy to emphasize that sexual harassment is specifically prohibited. Any board member who engages in discriminatory or harassing conduct towards is subject to

removal from the Board. Complaints alleging misconduct on the part of Board members will be investigated promptly and as confidentially as possible by a task force of the Board appointed by the Executive Committee.

6.) Prohibition Against and Procedures for Managing Conflicts of Interest

No member of the Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a Board member with Sigma Tau Delta. Members of the board shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board. Nevertheless, conflicts may arise from time to time.

- a) When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of Sigma Tau Delta and a Board member's personal interests, the Board member has a duty to immediately disclose the conflict of interest so that the rest of the Board's decision making will be informed about the conflict.
- b) It is every Board member's obligation, in accordance with this policy, to ensure that decisions made by the Board reflect independent thinking. Consequently, in the event that any Board member receives compensation from Sigma Tau Delta such compensation will be determined by and approved by the full Board in advance.
- c) Any conflicts of interest, including, but not limited to financial interests, on the part of any Board Member, shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action, and through an annual procedure for all Board members to disclose conflicts of interest.
- d) Any Board Member having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.
- e) Any new Board member will be advised of this policy during board orientation and all Board members will be reminded of the Board Member Code of Conduct and of the procedures for disclosure of conflicts and for managing conflicts on a regular basis, at least once a year.
- f) This policy shall also apply to any Board member's immediate family or any person acting on his or her behalf.

I, _____, recognizing the important responsibility I am undertaking in serving as a member of the Board of Directors of Sigma Tau Delta, hereby pledge to carry out in a responsible and diligent manner the duties and obligations associated with my role as a Board member and abide by this Code of Conduct. I understand that failure to abide by this Code of Conduct may result in my removal as a Board Member, pursuant to the requirements and processes provided in the organization's governing documents.

Signature

Date