



# SIGMA TAU DELTA

INTERNATIONAL ENGLISH HONOR SOCIETY

Sigma Tau Delta, the International English Honor Society, has adopted the following Board Contract that all Board members and affiliates agree to adhere to by signing below:

## 1. Adherence to Societal Constitution, Bylaws, Policies, & Procedures

Board members and affiliates will abide with the societal constitution, bylaws, 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 and programs, 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 and affiliates are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes the following:

- 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.
- Engaging actively in the work of committees to which you are assigned.
- Completing committee, ad-hoc committee, and task force duties in a timely and professional manner.
- Including the Board President in committee chair communications, including the distribution of minutes.
- Cooperating with and respecting the opinions of fellow Board members and affiliates, and leaving personal prejudices out of all Board discussions; supporting actions of the Board even when the Board member or affiliate personally does not support the action taken.
- Acting as a fiduciary by 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.
- 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 or Board President.

## 4. Completion of Duties

Board members and affiliates are obligated to notify the Executive Director and Board President in a timely fashion if unable to attend scheduled Board meetings, perform their Board duties, or finish their elected position's tenure. Furthermore, they must respond to committee emails in a timely fashion, including notifying the committee chair if unable to attend meetings (whether virtual or in person).

## 5. Confidentiality

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

The Sigma Tau Delta Board Contract is a document adopted and modified from the Board Contract Template of the *National Council of Nonprofits*.

6. Adherence to All Policies and the Code of Conduct

All members and affiliates of the Board agree to abide by Sigma Tau Delta's policies, as found in "Policies and Procedures" on the Board webpage, including the Code of Conduct (Appendix A).

7. Prohibition Against and Procedures for Managing Conflicts of Interest

No member or affiliate of the Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of their service as a Board member or affiliate with Sigma Tau Delta. Members and affiliates 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 to the Board and Society. 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 their personal interests, the Board member or affiliate 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 or affiliate'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 or affiliate receives compensation from Sigma Tau Delta, such compensation will be determined by and approved by the Executive Committee in advance.
- c) Any conflicts of interest, including, but not limited to, financial interests on the part of any Board member or affiliate shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action.
- d) Any Board member or affiliate having a conflict of interest shall not vote or use their personal influence to address the matter, and they shall not be counted in determining the quorum for the meeting.
- e) Any new Board member or affiliate will be advised of this policy during Board orientation, and all Board members and affiliates 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 or affiliate 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 on the Board and to abide by this Contract. I understand that failure to abide by this Contract may result in my removal as a Board member or affiliate, pursuant to the requirements and processes provided in the Society's governing documents.*

\_\_\_\_\_  
Date



## APPENDIX A

### Event Code of Conduct

**Purpose:** To ensure the safety and dignity of all who participate in Society events and communication platforms

#### I. Applicability

- A. This Code applies to all chapter, regional, and international events, including virtual events, as well as communication platforms, including social media accounts.
- B. This Code applies to all who participate in and/or attend Society-sponsored events and communication platforms, including invited speakers, vendors, and personal guests of participants/attendees.

#### II. Community Standards

- A. Participants/attendees should strive to promote exemplary character and good fellowship in upholding community standards at Society events/platforms.
- B. Violations of community standards include:
  - 1. Harassment of any kind, including sexual harassment and bullying;
  - 2. Any acts of unwelcome physical contact, including physical violence, groping, fondling, or sexual assault;
  - 3. Discrimination, unwelcome comments, and/or exclusionary behaviors related to, but not limited to, an individual's disability, age, color, sex, gender identity, national origin, geographic, citizenship status, race, ethnicity, religion, and/or sexual orientation;
  - 4. Intimidation, stalking, or making threats;
  - 5. Making video and/or audio recording of others without consent;
  - 6. Any other violations of applicable municipal, state, and/or national laws, in addition to violations of other Society policies or those of the home institution and/or employer of the participant/attendee.
- C. Anyone who has been dismissed for disciplinary reasons or is currently serving a disciplinary suspension from an educational institution and/or employer may be barred from Society events/platforms.

#### III. Reporting Violations of Community Standards

- A. Participants/attendees who experience or witness violations of community standards shall report the incident to the Executive Director, any Central Office staff member, any Board member, or faculty advisor.
- B. Any Central Office staff member or Board member who receives such a report shall notify the Executive Director promptly.
  - 1. Where the report concerns allegations against the Executive Director, including failure to intervene to prevent violations by others, the person receiving the report shall instead notify the Executive Committee.
- C. Participants/attendees who experience or witness violations of community standards may also report the violation to law enforcement or other appropriate bodies.
  - 1. The Society shall only report violations to law enforcement with the consent of participant/attendee experiencing the violation unless the Executive Director (or Executive Committee if an allegation concerns the Executive Director) determines such a report is necessary to protect the health and safety of others.
  - 2. The Society shall offer to assist the participant/attendee experiencing the violation in identifying resources for pursuing disciplinary action and/or seeking supportive measures.
- D. Where student members are alleged to have experienced and/or committed violations of community standards, the Society shall report the alleged violation to the students' faculty advisors, unless a faculty

advisor is accused of the violation at issue or other extenuating circumstances apply.

E. The 2008 Whistleblower Policy provides protection to all who file reports of violations in good faith.

#### **IV. Consequences of Violating Community Standards**

A. The Executive Director (or Executive Committee if an allegation concerns the Executive Director) or designee shall investigate the allegation and, if found credible, impose one or more of the following sanctions as appropriate:

1. Provide guidance on appropriate behavior, including a warning of more serious sanctions should the behavior continue;
2. Removal from the event/platform;
3. Temporary suspension or permanent ban from attending/participating in future events/platforms;
4. Alerting the home institution and/or employer of the person committing the violation of the sanction imposed, although the specifics of the violation shall not be shared unless the Executive Director determines such a report is necessary to protect the health and safety of others.

B. Additional sanctions may be imposed depending upon the status of person meriting sanction.

1. Misconduct by Society members is governed by Bylaw 10, Section VII. Suspension or Termination of Membership.
2. Misconduct by Board members is governed by Bylaw I, Section III. Removal of Board Members and the 2009 Removal of Board Members Policy.
3. Misconduct by Central Office staff is governed by Society policies and, where not inconsistent with Society policies, those of Northern Illinois University.

#### **V. Appeals**

A. Sanctions may be appealed on the grounds that the violation did not occur or that the sanction is disproportionate to the violation.

B. Appeals must be made in writing to the Board President within 30 days of notification of sanction.

C. The Board President or another Board member designated by the President shall review the appeal and issue a written decision within 14 days to maintain, alter or eliminate the sanction.