



ICoTA (GLOBAL) BOARD OF DIRECTOR MEMBER COMMITMENT AGREEMENT

(adopted March 25, 2015)

Duties of a Board Director

As an ICoTA Board of Director Member, I will:

- Attend at least 50% of all Board meetings by phone or in person.
- Review the agenda and supporting materials prior to Board and committee meetings.
- Serve on committees and take on special assignments as needed.
- Personally contribute to ICoTA.
- Remain informed about the ICoTA mission, its services and policies and promote ICoTA.
- Suggest nominees and participate in Board recruitment.
- Represent the ICoTA organization within the community.
- Represent ICoTA within my organization / employer.
- Participate in local region chapter events with a view to supporting the development of the Chapters and encouraging membership growth.

Board Member Code of Conduct

As a Board Member I understand that I have duties of care, loyalty, and obedience to the ICoTA organization.

- The duty of care is the duty to pay attention to the organization; to monitor and support its activities.
- The duty of loyalty is the duty to avoid conflicts of interest.
- The duty of obedience is to carry out the purposes of the organization.



As an ICoTA Board of Director Member, I agree to:

- Act with honesty and integrity.
- Support in a positive manner all actions taken by the Board of Directors even when I am in a minority position on such actions. I recognize that decisions of the Board can be made only by a majority vote at a Board meeting and respect the majority decisions of the Board, while retaining the right to seek changes through ethical and constructive channels.
- Keep confidential information confidential.
- Exercise my authority as a Board Member only when acting in a meeting with the full Board or when appointed by the Board.
- Work with and respect the opinions of my peers who serve this Board, and leave my personal prejudices out of all Board discussions.
- Always act for the good of the organization and represent the interests of all people served by the organization.
- Represent this organization in a positive and supportive manner at all times.
- Observe the parliamentary procedures and display courteous conduct in all Board and committee meetings.
- Avoid acting in a way that represents a conflict of interest between my position as a Board Member and my personal or professional life. This includes using my position for the advantage of my friends and business associates. If such a conflict does arise, I will declare that conflict before the Board and refrain from voting on matters in which I have conflict.
- Abide by these Board operating principles and by the bylaws of ICoTA.

Significant violation of the Board Member Commitment or Code of Conduct pertaining to ICoTA events and matters may result in ICoTA Board of Directors actions that may include no penalty, to give a warning, or suspend the Member's participation on the Board, temporarily or permanently.

Signature

Date

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