**2019 Board of Directors**

**Best Practice Agreement**

ATD San Diego is a professional society, and is also a real business that must be run in a professional manner. Our Board members are the lifeblood of the organization since they must be both passionate about the Training & Development profession and savvy business leaders.

This best practice agreement outlines the benefits ATD San Diego Board members receive along with the commitment they are expected to make in return.

**Board Member Benefits**

* A “seat at the table” in a real business (ATD San Diego).
* Chapter Leaders’ discount on National Membership.
* Travel subsidy to attend the ATD Leaders Conference (ALC).
* 5 – 7 CPLP recertification credits per year (number of credits depends on position held).
* Opportunities to network with and get to know some of the top learning and performance professionals in the San Diego area.
* Accessibility to industry trends, professional growth opportunities, opportunity to build leadership skills and ability to connect to industry leaders.
* Mentoring and support from past and present Board Members.

**Board Member Expectations. All board members must:**

* Remain a member in good standing of the San Diego Chapter of ATD (includes current on dues) throughout my term.
* Be an ATD National member throughout their ATD San Diego term of office.
* Attend at least eight monthly chapter events annually (excluding Board meetings).
* Attend at least nine Board meetings annually.
* Be familiar with and abide by ATD San Diego’s By-Laws, policies, and procedures.
* Be responsive to communication from other Board and chapter members. This includes returning phone calls within one business day and replying to emails within two business days. Board members agree to notify the board via email in advance if they will not be able to meet this requirement during a particular period of time (vacation, illness, business travel, etc.).
* Recruit and train at least one chapter member to serve as a committee member who will be available to cover Board responsibilities in the event the Board member is unavailable.
* Nominate at least one outstanding volunteer for recognition at the annual chapter awards ceremony.
* Maintain a Transition Package including checklists, forms, budgets, processes, and recommendations, in digital format and stored in Google Drive.

I commit to these Board Member Expectations and agree to support our Board and chapter in achieving the highest possible level of success.

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*Signature Date*

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|  | **2019 Board of Directors**  **Ethics Policy** |

**Introduction**  
The ATD San Diego Board of Directors has an Ethics Policy that establishes expectations of ATD San Diego’s Board of Directors.  
  
**Persons Covered**  
This policy covers all members of the Board of Directors (covered persons) of ATD San Diego.   
  
**Governing Principle**

ATD San Diego’s business objectives can be achieved only by following the highest ethical standards and complying with all the laws and regulations that pertain to its operations. Business and functional units shall seek to ensure that covered persons are familiar with the laws, regulations and corporate standards of business conduct that govern their areas of responsibility and that they fully comply with those external and internal requirements. Any lapses in compliance must be reported to an appropriate level of the Board of Directors.  
  
**Conflict of Interest**  
No board member may have a personal or financial interest that could in any way prevent the board from acting in the best interests of the organization. All covered persons must be sensitive to appearances of conflicts of interest as well as to actual or potential conflicts of interest.

* Actual or potential conflicts of interest can take many forms, including but not limited to the following examples: speaking at chapter events as a way to promote personal business, receiving free admission to events for any reason other than to promote and support ATD, employment, consulting relationships, receipt of improper personal benefits, and competition with the chapter.
* Speaking at chapter events must be done with the benefit of the chapter members in mind, such as sharing best practices or facilitating discussion.
* All actual or potential conflicts of interest must be reported to a Chapter Officer. The Chapter Officers are the President, President-Elect, CFO, and Secretary.

**Business Opportunities**  
Board members are prohibited from taking for themselves business opportunities discovered as a result of their position with the chapter. All such opportunities belong to the San Diego Chapter and may not be used by covered persons for personal gain unless first offered to the ATD San Diego Chapter and rejected by it.  
  
**Financial Integrity**  
The chapter shall maintain its books and records at all times consistent with the requirements of generally accepted accounting principles. All covered persons shall undertake to ensure that the chapter’s records fairly reflect its transactions and its assets.

* No unrecorded funds shall be established.
* No false entry or entry that obscures the purpose of the underlying transaction shall be made in the books and records of the chapter.
* No payment on behalf of the chapter shall be authorized or made by any covered person with the intention or understanding that any part of such payment is for a purpose other than that described by the documents supporting the payment.
* No funds or assets of the chapter shall be used to make any payment for any unlawful purpose or to influence or attempt to influence improperly any other person.

**Inside Information**  
Non-public information that may be considered "material" to the Board of Directors and others shall be disclosed to the chapter members and/or the public only by an authorized board member. Until such disclosure is made, such internal information shall be retained in strict confidence. Specifically, covered persons shall not

* Disclose internal information to any outside person or group until the information has been publicly released by the chapter,
* Disclose internal information to any other covered person except on a strict need-to-know basis.

**Compliance Program Elements**  
Each Director shall determine the significant compliance risks related to his or her area of responsibility and establish such practices and procedures as are necessary to adequately prevent and detect non-compliance.

* No delegation of authority shall be made to any individual with a known propensity to engage in illegal/inappropriate activities.
* Reasonable steps shall be taken to train covered persons regarding compliance standards and procedures.
* Establish and support monitoring and auditing programs that are reasonably designed to detect illegal conduct by covered persons, and a reporting system under which violations or suspected violations can be reported, shall be established.

Appropriate action shall be taken against those covered persons who violate this policy.

If a violation is detected, ATD San Diego shall take all reasonable steps to respond appropriately and prevent a recurrence.

**Reporting Irregularities**  
Any covered person who becomes aware of a violation or potential violation of this policy must promptly report that information to a Chapter Officer. Any member may submit information regarding questionable accounting or auditing matters to an Officer of the Chapter. Any retaliation or threatened retaliation against any covered person who reports a violation or suspected violation of this policy is strictly prohibited.

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*Board Member Applicant Signature Date*

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#### 2019 Board Nomination Application Form

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| Application Date: |  |  |  |  |

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| **Information** | |
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**Nominator/Referral Contact Information** *Applicable for Board opportunities.*

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| --- | --- | --- | --- |
| Name: |  | | |
| Contact Phone: |  | Email: |  |

**Nominee/Candidate Contact Information**

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| --- | --- |
| Member Name: |  |

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| ***Employer*** |  | | | | | | |
| Organization Name: |  | | | Title: | |  | |
| Employer Address: |  | | | | | | |
| City/State/Zip Code: |  | | | | | | |
| Business Phone: |  | Business Cell: | Same | | Email: | |  |

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| ***Personal*** |  | | | | |
| Residential Address: |  | | | | |
| City/State/Zip Code: |  | | | | |
| Home Phone: |  | Personal Cell: |  | Email: |  |

**Nominee/Candidate Reference Information**

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| ***Current Membership Status*** | | *ATD San Diego bylaws require ATD San Diego chapter and ATD National membership for Director roles. ATD San Diego Directors are eligible for national membership at the current Chapter Leaders’ discount.* | | | |
| ATD National Member: | *Yes* *No* | | ATD San Diego Member: | *Yes No* |
| Affiliate Organizations: |  | | | |

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| **Position Nomination** | | | | | |
| ***Recommended Position(s)*** | | *Please select the role that most interests you.*  *To be eligible, members in good standing must have served a minimum of six months in a volunteer capacity in this chapter. However, President-Elect, must have served as a Director or Committee Chair of this chapter for at least 12 months by the time they take office and who have served within the last three years.* | | | |
| **Open Board of Directors Positions** | |  | | | |
| *☐* | CFO | |  | *☐* | Programs Co Director |
| *☐* | Secretary | |  | *☐* | Technology Director |
| *☐* | Membership Director | |  |  |  |
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| **Nominee/Applicant Statement** | *Please insert here or attach a 50 to 150-word statement summarizing your qualifications and interests in the board position. Attach a separate statement for each position.* |
| Word count: 150 (!! ☺) | |
| **Nominee/Applicant Biography** | *Please insert here or attach a 1-2 paragraph biography to be distributed to the membership.* |
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| **Application Submission** | |  | | | | | |
| **We appreciate your interest in joining our team. We welcome the opportunity to speak with you further!** | | | | | | | |
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| **Intent to Accept Nomination:** | | |  | | |  |
| *By submitting this application, I hereby accept nomination for the ATD—San Diego Board of Directors for the positions noted above. I certify that the information provided is accurate. If elected, I promise to serve the chapter in a professional, ethical, and responsible manner during my term.*  *\_\_\_ I have read and signed the Board of Directors Best Practice Agreement and Ethics Policy.* | | | | | | | |
| **Nominee Signature:** |  | | | **Date:** |  | | |
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