

BOARD PROTOCOL

The Board of Directors Protocol is intended to guide the Board of Directors in the performance of their responsibilities through general principles of courteous and ethical conduct. Together and individually the members of the HSCG Board of Directors agree to be bound by the following protocol, and each Board Member shall individually annually sign a copy of this policy signifying his/her agreement.

The Board of Directors of the Handcrafted Soap & Cosmetic Guild, both jointly and individually shall:

- 1) Uphold and promote the purpose of the HSCG
- 2) Uphold and promote the principles of the Code of Ethics of the HSCG
- 3) Abide by all rules, regulations and laws including federal, state, local and the bylaws and policies of the HSCG.
- 4) Act honestly, fairly, openly and in good faith to the best interest of the HSCG.
- 5) Strive to ensure and enhance the reputation and purpose of the HSCG through sound business practices in both member and HSCG pursuits.
- 6) Participate in HSCG Board Training Programs.
- 7) Make the utmost effort to attend all board meetings or, if unable to attend a meeting, give timely notice to the President.
- 8) Keep abreast of the affairs of the HSCG.
- 9) Participate fully in board meetings, minimizing all distractions and other activity for the duration of any meeting.
- 10) Answer all communications within a timely manner.
- 11) Give proper consideration to all business brought before them as members of the Board of Directors.
- 12) Be diligent in all duties assigned to them as members of the Board of Directors.
- 13) Submit reports and recommendations far enough in advance of regularly scheduled board meetings for other members' proper consideration.
- 14) Make decisions collectively by majority vote, be duty-bound by the decisions, and agree to support the decisions of the Board of Directors to all outside parties.
- 15) Act collectively as a team and refrain from any individual acts of representation of the HSCG unless authorized to do so by the Board of Directors.
- 16) Not use any information obtained as a member of the Board of Directors for the benefit of themselves or any person or persons associated with them.
- 17) Abide by the HSCG Policy *Intellectual Property*.
- 18) Carry out the duties and responsibilities as outlined in HSCG Policy *Annual Conference Board Member Responsibilities*.

- 19) Treat all discussion and information at Board Meetings as confidential and shall not release such information in whole or in part to any person not present without authorization, including other members of the board.
- 20) Treat as confidential all non-public information and documents received from the HSCG in their capacity as board members and to take the necessary steps to ensure that no unauthorized persons gain access to such information (see HSCG Policy *Privacy Policy*).
- 21) Carry out responsibilities with consideration to cost and approved budget.
- 22) Keep informed of the financial position of the HSCG.
- 23) Declare any conflict of interest or potential conflict of interest as soon as it becomes apparent, and withdraw from any discussion or decision of any matter in which a conflict of interest may arise (see HSCG Policy *Conflict of Interest*).
- 24) Make every effort to work harmoniously with fellow board members and strive to resolve any disagreement to avoid dissension among the Board. Any unresolved issues must be immediately brought to the attention of the President. In the case of an unresolved issue between a Board Member and the President, the matter must be brought before the entire Board.
- 25) Disclose any complaints of an ethical nature by a member of the HSCG whether informal or formal to the Ethics Committee for review.
- 26) Return or destroy (as directed by the Board of Directors) all documents nature upon leaving the Board of Directors.
- 27) Support a partnership in responsibility and teamwork by not discussing any other member of the Board of Directors with any outside party or with any individual member of the Board of Directors for the purpose of expressing dissension, disagreement and/or discussion against a member of a personal nature.
- 28) Maintain a professional image at all times when representing the HSCG.
- 29) Disclose anything of a personal nature that could potentially affect their ability to perform their duties as a board member or professionally represent the HSCG.

Any breach of this protocol shall be reported to the Board of Directors. The board shall review the charges and if found, shall have the authority to (1) Reprimand, (2) Censure or (3) Refer to the Ethics Committee for further review and action.

Approved by the Board of Directors

I agree to follow the Board Protocol:

Board Member

Date

History:

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| January 11, 2007 | (v1) Original publication date |
| August 8, 2009 | (v2) Revision by the Policies, Procedures and Bylaws Committee |
| October 7, 2013 | (v3) Amended to include name change and to add points #25 and #26. |
| May 4, 2018 | (v4) Addition & insertion of point #16, addition of signature line and reformat. |
| 2022 | (v5) Reviewed and updated. |