



Professionals In Human  
Resources Association

**PIHRA BOARD MEMBER  
COMMITMENT POLICY**

**As a member of the Board of Directors, I will:**

- Perform my duties to honor the trust of the membership that elected me.
- Comply with all applicable statutes and regulations applying to non-profit organizations and the terms of the Articles of Incorporation, the bylaws, and the policies adopted by the Board.
- Protect the interests of the association as determined by its Board, its mission, and prudent business practice.
- Refrain from using my position on the Board for my own personal advantage or the advantage of any special interests inside or outside of the association.
- Protect the confidentiality of private or confidential information to which I become a party as a member of the Board, i.e. member lists, financial information, public policy goals, etc.
- Refrain from asserting authority as a Board member except when participating in a meeting of the Board or as the Board delegates to me; recognizing the chair of the Board has the final authority.

**Accept my personal responsibility to:**

- Attend the meetings of the Board and of Board committees to which I have accepted appointment.
- Review all information and materials sent to me in connection with Board business and to provide to the Board my best attention and judgment.
- Conduct myself to reflect credit on the association and the Board of Directors.
- Respect the integrity and abilities of my fellow Board members and strive to advance the unity and harmony of the Board, recognizing all actions, whether or not I agree, belong in one to the board and not to individuals.
- Tender my resignation from membership on the Board if I am, or become, unable to serve in accordance with the provisions of this commitment.



Professionals In Human  
Resources Association

**PIHRA BOARD MEMBER  
CONFLICT OF INTEREST POLICY**

- I. Each officer, board member, and committee member has a duty to place the interest of PIHRA<sup>1</sup> foremost in any dealings with PIHRA and has a continuing responsibility to comply with the requirements of this policy.
- II. Officers, board members or committee members may not obtain for themselves, their relatives, or their friends a material benefit of any kind from their association with PIHRA unless the material benefit has been disclosed in writing and has been approved by the Ethics Committee or the Board of Directors.
- III. If an officer, board member or committee member has an interest in a proposed transaction with PIHRA in the form of any personal financial interest in the transaction or in any organization involved in the transaction, or holds a position as trustee, director, or officer in any such organization, he or she must make full written disclosure of such interest before any discussion or negotiation of such transaction. The Ethics Committee or Board of Directors must approve the discussion or negotiation of any transaction where an officer, board member or committee member has an apparent or actual conflict of interest.
- IV. Any officer, board member or committee member who has a potential conflict of interest with respect to any matter coming before the board or a committee shall not be present for any discussion of or vote in connection with the matter.
- V. To implement this policy, officers, board members and committee members of the organization will submit an annual Conflict of Interest Questionnaire and, if not previously disclosed in writing, will make a full disclosure before any relevant board or committee action. These reports will be reviewed by the Ethics Committee, which will attempt to resolve any actual or potential conflict(s) and, in the absence of resolution, refer the matter to the Board of Directors.

---

<sup>1</sup> PIHRA is the entire PIHRA organization including its central office and the chapters and communities.



Professionals In Human Resources Association

PIHRA BOARD MEMBER CONFLICT OF INTEREST QUESTIONNAIRE

Please answer all the questions below. If the answer is "Yes," please explain. An affirmative response does not necessarily imply that the relationship is improper or should be terminated.

1. Have you or any related party† had any material interest, direct or indirect, in any transaction in the past 18 months to which PIHRA² was or is to be a party?

Yes\_\_\_\_\_ No\_\_\_\_\_

If the answer is "yes," the Ethics Committee or the Board may require written disclosure of the material interest.

2. Do you or any related party† have any material interest, direct or indirect, in any pending or incomplete transaction to which PIHRA\* is or is to be a party?

Yes \_\_\_\_\_ No\_\_\_\_\_

If the answer is "yes," the Ethics Committee or the Board may require written disclosure of the material interest.

3. In the last 18 months, have you or any related party† been indebted to PIHRA\*? Please exclude amounts due for ordinary travel and expense advances and for outstanding pledges. If the answer is "yes," indicate the type of indebtedness and the amount.

Yes \_\_\_\_\_ No\_\_\_\_\_

I certify by my signature that I understand the commitment expectations that accompany my board service and will do my best to live up to them as a member of the Board of Directors of PIHRA. Further, I understand the PIHRA Conflict of Interest policy and the answers to the preceding questions are accurately stated to the best of my knowledge and belief.

Board Member Name

Board Member Signature

Date

† "Related party" is defined as members of your immediate family, which includes your spouse, minor children, and all other dependents; estates, trusts, and partnerships in which you or your immediate family has a present or vested future beneficial interest; and a corporation or entity in which you or your immediate family is a beneficial owner of more than five percent of the voting interests.

² PIHRA is the entire PIHRA organization including its central office and the chapters/communities.