

## SIGMA TAU GAMMA FRATERNITY

### BOARD OF DIRECTORS RESPONSIBILITIES, OBLIGATIONS, AND EXPECTATIONS JUNE 2026 – JUNE 2028 TERM

#### Summary

- Be a role model for members and a Noble Man
- Attend all Board meetings and Grand Conclave
- Attend Fraternity events as ambassadors of the Board as required
- Make financial contributions to the Sig Tau Leadership Fund
- Abide by the Constitution & Laws
- Abide by the Board Governance Policy Manual
- Abide by the Board Code of Conduct
- Abide by the Board Conflict of Interest Policy
- Support the programs and endeavors of Sig Tau

#### Overview

##### ROLE OF THE BOARD OF DIRECTORS

The Board of Directors is the governing body of Sigma Tau Gamma Fraternity between meetings of the House of Delegates. The Board is **ultimately accountable** for the long-term success, sustainability, and integrity of the Fraternity.

The Board is composed of:

- President
- President-Elect
- Immediate Past President
- Senior Past President
- Four Directors-at-Large (two-year elected terms)

Directors are elected at-large, reinforcing the expectation that each Director governs from an organization-wide and global perspective, acting in the best interests of the entire Fraternity rather than representing any individual chapter, region, or constituency.

##### GOVERNANCE RESPONSIBILITIES

In accordance with the Constitution, Laws, and the Board Governance Policy Manual, the Board's responsibilities include:

- Establish the strategic vision and long-term priorities of the Fraternity
- Define governance policy, including Ends and Executive Limitations
- Hire and evaluate the Chief Executive Officer
- Approve the annual operating budget and monitor financial condition

- Be accountable for organizational performance
- Act as stewards of the Fraternity's purpose, principles, and assets

The Board **does not engage in day-to-day operations**. Implementation of strategy and management of staff and programs are the responsibility of the Chief Executive Officer and their staff.

## BOARD – CEO RELATIONSHIP

The Board speaks with one voice through duly adopted motions and resolutions. Individual Directors do not exercise authority over the CEO or staff.

- Direction to the CEO is provided through formal Board action
- Between meetings, communication flows through the National President or designee
- Directors refrain from public criticism or informal evaluation of staff performance
- Monitoring of CEO performance occurs through structured reports and the formal annual review process

## CONDUCT, ETHICS, AND INDEPENDENCE

Directors are expected to act in a businesslike, ethical, and lawful manner at all times when serving in a Board capacity. Directors must:

- Comply with the Board Code of Conduct and Conflict of Interest Policy
- Maintain confidentiality of Board deliberations
- Avoid conflicts that compromise independent judgment
- Refrain from serving simultaneously in operational or advisory roles formally or informally, including:
  - Chapter advisory positions or operational roles involving direct interaction with collegiate members or chapter operations
  - Housing corporation boards
  - Foundation Trustees
  - WPN Managers

## FINANCIAL COMMITMENT

Directors serve as volunteers and do not receive compensation. Each Director is required to:

- Make an **annual unrestricted gift** of at least \$2,500 to the Sigma Tau Gamma Foundation
- Participate in Foundation campaigns and fundraising efforts
- Cover personal travel and registration costs, subject to applicable reimbursement policies

## TIME, PARTICIPATION, AND ENGAGEMENT

Directors are expected to attend all Board meetings (in-person and virtual), participate in relevant conference calls, and be prepared for informed discussion.

The tentative in-person meeting schedule for 2026–2028 is outlined below. Meeting locations will be confirmed at a later date.

- June 28, 2026 (Grand Conclave, Charlotte)
- November 6–7, 2026 (Noble Man Institute, Nashville)
- March 5–6, 2027
- June 25–26, 2027 (Endeavor Retreat)
- November 5–6, 2027 (Noble Man Institute, Nashville)
- March 3–4, 2028
- June 23–24, 2028 (Grand Conclave)

## GOVERNING DOCUMENTS

Prospective and sitting Directors are expected to be familiar with the Fraternity's Constitution, Laws, Policies, and the Board Governance Policy Manual, including the sections addressing Board authority.

These include, but are not limited to:

- Constitution, Article XI (Board composition and authority)
- Laws XI (Elections) and XII (Board responsibilities)
- Board Governance Policy Manual (v3.10)
- Strategic Plan (currently adopted and future 2032 Plan draft)

Certified candidates may request copies of these documents.