

Policies and Procedures Manual of the Arizona Court Reporters Association

October 15, 2016

Code of Professional Ethics

A Member shall:

- ◆ Be loyal and honest in all dealings with the Bench, the Bar, and fellow reporters;
- ◆ Maintain absolute impartiality toward each participant in all aspects of reported proceedings;
- ◆ Strive to achieve and maintain the highest accuracy and skill in reporting;
- ◆ Be diligent in preservation of the record and timely preparation of transcripts;
- ◆ Ensure the security of information, oral or written, entrusted to you by any participant in a proceeding;
- ◆ Guard against not only the fact but the appearance of impropriety;
- ◆ Preserve the integrity of the reporting profession;
- ◆ Abide by the ACRA Constitution and Bylaws.

ACRA also encourages you to:

- ◆ Be dignified and courteous when interacting with participants in reported proceedings;
- ◆ Take care to maintain professional deportment and attire;
- ◆ Nurture the Association by recruiting and sponsoring new members;
- ◆ Support the Association by participation in its efforts to sustain our profession.

Conflict of Interest and Board Commitment

1. The Board of Directors has adopted “Code of Ethics for Board and Committee Chairs” which contains our Conflict of Interest policy. It is attached as Appendix A.
2. The Board of Directors has adopted “Board of Directors Commitment Form” as a policy statement regarding the responsibilities of members of the Board of Directors. It is attached as Appendix B.

Administration

1. Any change in Policies and/or Procedures must be approved by the Board of Directors
2. Any Association member wishing to speak at a Board Meeting or at a meeting of the Association must make a request to do so from the President at least three (3) days prior to such meeting.
3. The Board of Directors may appoint an Executive Director and/or a Management Firm, whose terms and conditions shall be specified by the Board. The Executive Director and/or Management Firm, if any, shall be responsible for all management functions as prescribed and reviewed by the Board of Directors. Such Executive Director and/or Management Firm shall have a contractual relationship with the Association. The duties, services, term, obligations, compensation and other appropriate matters shall be negotiated by the Board of Directors.
4. The Board of Directors may appoint legal counsel to act as general counsel and to advise in the legal affairs of the Association.

Finance

1. The fiscal year of the Association shall be January 1 through December 31.
2. The Board of Directors shall adopt an annual budget as prepared by the Treasurer together with the Executive Director.
3. The Executive Director or, if none, the Treasurer shall: prepare the annual budget; be responsible for all funds and financial records of the Association; audit and pay all bills of the Association; submit all unbudgeted bills in excess of \$500 to the Board of Directors for approval before payment; and be custodian of the corporate records.
4. No member of the Board of Directors acting in the capacity of an Officer or Director shall receive compensation for services rendered in such capacity to the Association.
5. Reasonable and necessary expenses personally incurred by the Board members while attending to the business of the Association shall be paid by the Association.
6. Mileage rates shall be those set by the Internal Revenue Service for business miles.
7. The outgoing President is provided a suite at the Annual Convention by the Association.
8. The incoming President is provided four (4) luncheon tickets at the Annual Convention by the Association.
9. Members of the Board of Directors may take a discount of fifty percent (50%) on the registration fees for the Annual Convention and the Midyear Seminar.
10. Except as otherwise provided, the Board of Directors may authorize any Officer or Officers, or agent or agents, to enter into contracts or draw any instrument on behalf of the Association.

11. Unless and except as authorized by the Board of Directors, no loans shall be contracted on behalf of the Association and no negotiable paper other than checks shall be issued in its name.
12. All funds of the Association shall be deposited to the credit of the Association in such depositories as the Board of Directors selects or designates, provided such depositories are covered by federal deposit insurance. However, investment funds may be deposited without benefit of federal deposit insurance. Such funds shall be maintained according to procedures specified by the Board of Directors.
13. All income for the Association shall be collected by such Officer or Officers, or agent or agents, as the Board of Directors may designate for that purpose.
14. All bills, drafts, acceptances, checks, endorsements, or other evidence of indebtedness shall be signed by such Officer or Officers, or agent or agents, of the Association as the Board of Directors may provide by resolution.
15. Funds of the Association shall be invested and reinvested in such manner and for such purpose as may be lawful and as authorized by resolution of the Board of Directors.
16. Any surplus funds in excess of normal operating requirements and in excess of a reasonable reserve, as determined by the Board of Directors, shall be used to further the purposes of the Association.
17. No member, committee, council, or task force member, Officer, Director, employee, or agent of the Association shall incur any indebtedness in the name of the Association or make any commitment involving the Association unless authorized to do so by the Board of Directors.

Students

1. Student membership dues are \$20.00
2. Attendance at Annual Convention and Midyear Seminar
 - Students do not need to be a member
 - Students register for the event online, which asks only for their First and Last Name, Name for the badge, their Email Address, their School, and which lunch they want.
 - The form then gives them two options: a) I want ACRA to cover the cost of lunch (\$xx) for me from the Student Sponsor Fund. b) I want to donate to the Student Sponsor Fund to help offset the cost of my and others' lunches (click to go to the Donation page). The choices are not mutually exclusive – student can contribute something even if they ask for coverage.
 - Registrations for students will close three days before the event.
 - On the regular member registration page will be an option for registrants to contribute to the Student Sponsor Fund generally or for a specific student.
 - Student registrants will be reminded of their obligation to inform the office if they decide not to attend.

Committees

1. Nominations Committee
 - a. Chair is usually the current Immediate Past President
 - b. Recruits the most qualified candidates for each office that is coming up for election.
 - c. Distributes “Code of Ethics for Board and Committee Chairs” to all nominees for review and signature prior to their election. Maintain copy in the ACRA office and provide a copy for each board member.
 - d. Distribute a copy of “Board of Directors Commitment Form” at the first meeting of the new Board. Maintain copy in the ACRA office and provide a copy for each board member.
2. Distinguished Service Award (DSA) Committee Procedures
 - a. The purpose of the award is to encourage and to recognize work amounting to distinguished service by individual members of the Association for the benefit of the reporting profession. Service categories may include participation on committees and/or the ACRA Board of Directors, public relations or other activities for advancement of the profession.
 - b. The award may be presented annually and may be presented to a present or past member of ACRA and may be posthumous.
 - c. The President shall appoint a committee consisting of three members to serve as follows: The two most recent DSA winners available. The most recent Past President for a one-year term who will serve as Chairperson. Should the previous Past President not be available, the President may appoint the next most recent Past President available as Chairperson. Should a previous DSA recipient not be available to serve on the committee, the next most recent recipient shall be appointed to serve on the Committee.
 - d. The committee will call for nominations of candidates to be submitted by May 15th of each year. The committee may also consider nominations from past years and may originate nominations. Any nomination made by the committee shall contain the same supporting documentation that is required of member submissions. Nominations made by the committee shall be submitted by May 15th of each year. The committee may make its own inquiry as to the qualifications of any candidate. Committee proceedings will not be published.
 - e. Not later than two weeks after the closing date for nominations the committee will submit to the Board of Directors the list of nominees considered, the information supporting the nominations, and their ultimate recommendation of the candidate for the award. Neither names of nominees nor the candidate will be published.
 - f. The candidate for the award in any year shall be accepted or rejected by a majority vote of the Board of Directors. This vote will not be published.

- g. A suitable scroll or plaque will be presented to the recipient of the DSA. The DSA may be presented at the Annual Convention and an informational article prepared for the next scheduled issue of ArizNotes.

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Code of Ethics for Board and Committee Chairs

Rationale: Principles and practices of the ACRA Board of Directors and Committee Chairs to provide guidance and direction for effective governance.

Code: Members of the Board of Directors are committed to observing and promoting the highest standards of ethical conduct in the performance of their responsibilities on the board of ACRA. Board members pledge to accept this code as a minimum guideline for ethical conduct and shall:

Accountability

1. Faithfully abide by the articles of incorporation, bylaws and policies of the organization.
2. Exercise reasonable care, good faith and due diligence in governing and managing affairs. (*Principles of Duty of Care, Loyalty and Obedience.*)
3. Fully disclose, at the earliest opportunity, information that may result in a perceived for actual conflict of interest.
4. Fully disclose, at the earliest opportunity, information of fact that would have significance in board decision-making.
5. Remain accountable for prudent fiscal management to association members, the board, and nonprofit sector, and, where applicable, to government and funding bodies.

Professional Excellence - Integrity

6. Maintain a professional level of courtesy, respect, and objectivity in all matters and activities.
7. Strive to uphold those practices and assist other members of the board in upholding the highest standards of conduct.

Personal Gain - Self-Dealing

8. Exercise the powers invested for the good of all members of the organization rather than for personal benefit.

Equal Opportunity - Diversity - Inclusivity

9. Ensure the right of all members to access benefits and services without discrimination on the basis of culture, geography, political, religious, or socio-economic aspects.
10. Ensure the right of all members to access benefits and services without discrimination on the basis of the organization's volunteer or staff make-up in respect to gender, sexual orientation, national origin, race, religion, age, political affiliation or disability, in accordance with all applicable legal and regulatory requirements.

Confidential Information

11. Respect the confidentiality of sensitive information known to board service and used for the purposes of governance and management.

Collaboration and Cooperation

12. Respect the diversity of opinions as expressed or acted upon by the organization board, committees and membership, and formally register dissent as appropriate.
13. Promote collaboration, cooperation, and partnership among association members.

Approved (Date)_____Signature: X_____

Recommendation for Adoption and Usage: Read the requirements of the Sarbanes Oxley Act. Compare other organization Codes of Conduct. Appoint a task force to review and recommend a Code of Conduct to the board. Board discussion and approval. Nominating Committee to annually distribute to all nominees for review and signature. Maintain copy in the organization's office and copy for each board member.

(Appendix A to ACRA Policies and Procedures)

Board of Directors Commitment Form

The following board director responsibilities were reviewed by the Board of Directors and approved as an association policy. As a nominee or current director to the board, if you are willing to make every effort to fulfill these responsibilities, please sign, date, and return this commitment no later than

_____.

Overview

The Board of Directors is responsible for ensuring the organization's long-term financial stability and integrity. Directors ensure that the organization fulfills its mission by doing quality work. Directors recognize that in order to foster the organization's continued viability and growth, diversification of income sources is essential and they pledge to personally contribute needed resources and talents toward this end.

Responsibilities

- Support the mission statement.
- Read and understand the financial statements and otherwise assist the Board in fulfilling its fiduciary responsibility.
- Attend board meetings and actively participate in decision-making.
- Share your area of expertise with the board and staff.
- Be an advocate for the organization; promote it in ways appropriate to your profession and contacts
- Maintain your membership, and in addition to membership, make a financial contribution appropriate to your circumstances
- Obtain various means of support for the organization, such as sponsorships, advertisers, members, exhibitors, speakers, etc.
- Fulfill the duties of care, obedience and loyalty to the organization.
- Participate in regular reviews to improve board performance.
- Participate in strategic planning activities.
- Prioritize and monitor programs and services.
- Select the executive director and review his/her performance.
- Partner with the executive director to accomplish the mission.
- Serve on at least one committee or task force each year.
- Work to develop new leadership and recommend potential board members to the Nominations Committee
- Avoid even the appearance of conflict of interest
- Participate in the organization's conferences and meetings.

Desired Skills and Experience

Have knowledge of history, mission and goals. Knowledge of the community and commitment to maintaining a strong organization that is responsive to the membership. Working knowledge of bylaws and policies. Ability to handle organization business with tact, enthusiasm and commitment. Ability to communicate effectively. Ability to motivate committee members. Ability to take responsibility and follow through on assignments. Ability to work well with people individually and in a group.

Term of Service

Members of the Board of Directors are elected for various terms. (The voting members at the annual meeting elect directors.) Members may be re-elected according to the bylaws.

Reimbursement

Directors are reimbursed for travel to and from office meetings of the board in accordance with the association’s travel guidelines and submission of receipts. There is no financial compensation for serving on the board.

Time Commitment

Attend each board meeting, serve or assist on committees and be available to members, other leaders and staff, estimated to require 1 to 2 hours per month average.

Benefits of Leadership Service

Leadership is viewed as an opportunity to make a difference in the profession or trade. Opportunity to identify needs, support and achieve organization and trade/professional goals. Gain or enhance experience in building and working with teams. Increase knowledge of association activities and resources. Promote and develop leadership in others. Help to shape the organization’s direction and future.

Personal Commitment

I (*print name*) _____, am willing to make every effort to fulfill the ACRA Board of Directors’ responsibilities as outlined above.

Signature

Date

(Appendix B to ACRA Policies and Procedures)