

# BOARD COMMUNICATIONS PROTOCOL & ETIQUETTE: RULES OF ENGAGEMENT

1. To ensure the smooth running of board business and to maintain the integrity of shared information, the following rules of engagement must be followed and observed by all board members in order to ensure a respectful relationship.
  - a. An officer should seek answers from the board member(s) individually or the corresponding committee chair if there is a question or need for clarification. Preferred communication is email, Slack, or by phone.
  - b. If a response cannot be obtained within a reasonable time frame and a robust effort, an officer should then escalate the question or concern to the committee and request an opportunity to meet or address them.
  - c. Should that fail, the question or concern must be communicated to the President or executive board, who will attempt to resolve any situation, concern, observation, misunderstanding or provide more information.
    - i. The President, in consultation with the executive board, has the discretion to convene a special meeting or seek outside counsel from past NAHJ board members, directors, officers, and founders in good standing to seek an amicable resolution.
  - d. Reply-all emails, and other board-wide electronic messages should be used sparingly and only once all other avenues are exhausted and notification is given to the President.
    - i. The goal of all-board messages should be exclusive to distributing information to aid the board in conducting its work effectively – or celebrating an achievement.
    - ii. Board-wide electronic messages should not be used as a communication technique for denigrating , or to target or attack other members, nor spread false information that is counterproductive to solving the challenges of board work.
    - iii. If a board-wide email is related to committee work, the board-wide email shall only be sent after notice is given to the committee chair in question, and the president .

- iv. The President and Secretary shall have blanket authorization to send reply-all emails to the whole board and must abide by the same rules of engagement.
2. All board communication channels should be used with discretion and executed with respect. The following are guiding questions to help board members obtain information in a constructive and prudent way.
  - a. Have I gone directly to the board member to get this question answered or issue clarified?
    - i. For example: If I have an issue with a decision, will a conversation with the interested party help?
    - ii. What information may I be missing that could help assuage my discomfort or confusion?
  - b. Is my concern or objection steeped in a clear understanding of the events, context and actors surrounding the issue in question? Is my point of view backed by evidence? Does it involve a bylaws matter? Bylaw questions or concerns must include citation of relevant bylaw sections
  - c. What is my motivation for making a boardwide request for information? Am I doing so in good faith for the benefit of the board and the good of the NAHJ?
  - d. Is my post necessary? Am I communicating something helpful?
3. All board members are mandated to maintain their commitment to the code of conduct during all NAHJ gatherings and remember they represent the organization in all interpersonal exchanges and communications.
  - a. If there is a question regarding the appropriateness of any remarks within the board sphere, individual board members may seek counsel from senior leadership, such as board officers or the president.
    - i. Should a board member feel obligated to share information publicly they believe is relevant to the ethical operation of the NAHJ outside the board, they should notify the president as such public remarks can impact the organization's reputation and must be vetted for facts.
    - ii. These policies do not seek to censor board members who feel a deep sense of duty in reporting facts they find crucial to helping the NAHJ course correct on any matter.
    - iii. Board members must thoroughly vet and verify and exhaust all communication avenues for resolution before taking a drastic step toward publicizing internal board matters and ensure they are sharing facts.
    - iv. Board members have tools at their disposal to express displeasure or objection to a decision. They can abstain from a matter. They

can vote against a proposal. They can modify or reject a recommendation.

- b. When asked to make public statements to the media or the Latino Reporter journalists, board members should consult with the NAHJ communications team or director and give notice to the President.
  - c. The disclosure of privileged information shared in an executive session or within an executive board meeting is a violation of the code of conduct, except as necessary to carry out their official duties when expressly authorized by the Board of Directors or as required by law.
4. Failure to uphold these rules of engagement will result in progressive discipline as approved by the Board of Directors.

(This policy document will be provided to board members in English and Spanish)