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Social Media Club International

Policy Statement

Code of Ethics

Introduction

The purpose of this statement is to set forth an ethics policy as well as procedures for dealing with conduct that may involve actual, potential or perceived conflicts of interest of Board Members, affiliates (e.g., Young Professionals Board and ad hoc committees), employees and volunteers of {Organization Name} in the performance of their duties and responsibilities.

Social Media Club has determined that it is in the best interest of Social Media Club and that of the public it serves to embrace a set of ethical principles that supplement relevant local, state and federal laws governing conflicts or dualities of interest as they apply to not-for-profit organizations.

General Principles and Procedures

a. Duty of Loyalty

All Board Members, affiliates, employees and volunteers are expected to carry out the mission of Social Media Club with honesty and integrity, avoiding actual or apparent conflicts of interest in professional, business and personal relationships. In case of a conflict between the interests of the individual and those of Social Media Club, the greater good of Social Media Club, and the public it serves, must prevail. Furthermore, Board Members, affiliates, employees and volunteers must not engage in activities that might erode public trust in the organization or the work it performs.

b. Duty of Care

All Board Members, affiliates, employees and volunteers are expected to maintain confidentiality, to act in good faith, responsibly, with due care, competence and diligence, without allowing one's judgment to be affected by personal or outside interests. It is the duty of all to use responsibly, and maintain control over, all assets and resources, including human resources, employed by or entrusted to Social Media Club.

c. Confidentiality of Privileged Information

Confidentiality of privileged information shall be maintained at all times. Board Members, affiliates, employees and volunteers are responsible and accountable for the integrity and protection of Social Media Club's proprietary information and must take steps to protect information that has been entrusted to them.



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Confidential information includes, but is not limited to, Social Media Club's research data, marketing and sales information, personnel data, donor lists and information, member lists, information about the collection, financial data, plans and all other information in the possession of Social Media Club that has not been published or disclosed to the general public. Board Members, affiliates, employees and volunteers shall not use confidential information received while serving Social Media Club for any personal, business, or financial reward. Any discussion of Social Media Club activity should be conducted so as to preserve the positive reputation of Social Media Club.

d. Dissemination of the Code

Social Media Club management is responsible for communicating this code to all affiliates, employees and volunteers, and for ensuring its contents are understood and embraced. Board Members, affiliates, employees and volunteers are expected to promote ethical behavior as a responsible partner among peers in the work environment and in the community.

All Board Members, affiliates, employees and volunteers shall be given a copy of this Code of Ethics policy and are required to sign a statement that they have read, understand and will abide by its terms.

e. Disclosure Procedures

In the interest of openness and transparency, Board Members, affiliates, senior managers and designated employees whose positions are of a sensitive nature will at least annually complete and sign a Code of Ethics Questionnaire and Acknowledgement that will be reviewed by the chairperson of the Governance Committee.

Board Members and Affiliates

Each board member and affiliate shall consult with the Board President with respect to any actual, potential or perceived conflict of interest issue that is either not covered by the following guidelines or with respect to which the trustee or affiliate has questions or concerns.

Staff and Volunteers

Staff members and volunteers shall disclose certain actions or relationships where an actual, potential or perceived conflict of interest may exist. Disclosure means a full written description of the action or relationship sent to the Executive Director (or to the Board President in the case of the Executive Director).

f. Whistleblower Policy

Social Media Club maintains a Whistleblower Policy, which says, in part, that any individual with concerns or complaints relating to practices covered by this policy should report them directly to the Executive Director or the chairperson of the Governance Committee, who can be reached as follows

Social Media Club, Inc.
Attn: Caroline A. Jones
4470 W. Sunset Blvd, Suite 107, PMB 93999
Los Angeles, CA 90027

If the individual who submits a complaint identifies him or herself, receipt of the complaint will be acknowledged.

Social Media Club encourages ethical practices at all levels of its operations, and prohibits retaliation against any individual who submits a complaint in good faith. However, disciplinary action may be taken against individuals who provide information they know to be false or deliberately misleading.



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Board Members and Affiliates

The Board of Directors is ultimately responsible for ensuring that Social Media Club fulfills its mission and public trust responsibilities. Given the vital nature of this role, the Board recognizes the importance of fulfilling its duty of loyalty and duty of care, both as a whole and individually; in avoiding any conflicts of interest, whether actual, potential or perceived; and working in the best interests of Social Media Club and the public it serves. It is incumbent upon the governing body to ensure that any bylaws and activities of Social Media Club's affiliate groups are consistent with the mission, bylaws and codes of behavior of Social Media Club and that all affiliates abide by the mission, bylaws and codes of behavior of Social Media Club.

Board Members and affiliates shall not seek staff assistance for personal benefit. In addition, Board Members and affiliates shall not ask to use Social Media Club property on terms more favorable than that available to a member of the general public in similar circumstances or with similar needs.

Situations such as those outlined below require timely and full written disclosure to the Board President and to the Executive Director, who will refer it to the appropriate committee of the Board of Directors for consideration:

a. Business or financial interests

A trustee, affiliate, or a trustee's or affiliate's spouse, domestic partner, child living in that person's home or Immediate Family (defined as the mother, father, step-parent, sibling or child living outside the home of that person), acts as an owner, officer, board member, partner, employee or beneficiary, or has any financial interest in any business currently receiving or planning to receive payment for furnishing services, materials or supplies to Social Media Club. (Board Members and affiliates are required to notify their Immediate Families of their involvement with Social Media Club and make inquiries of them about the existence of any such interests.) For purposes of this paragraph, ownership or investment interests of five percent (5%) or more in a corporation, partnership, limited-liability corporation or other entity shall constitute a financial interest.

b. Gifts, Favors, Discounts and Dispensations

Board Members, affiliates, their spouses, domestic partners, children living in their homes or their Immediate Families are offered gifts of cash, gift certificates or goods or services of more than a nominal value (\$50 or less); favors; loans or other dispensations from outside parties that are made available to them as a result of their relationship with Social Media Club and that may be interpreted as an inducement to show favoritism to that particular party.

Employees and Volunteers

Each employee and volunteer may be regarded by the public as a representative of Social Media Club. Therefore, it is important for them to conduct themselves in a manner that will not compromise the assets or reputation of Social Media Club.

a. Business or financial interests

An employee or volunteer must provide timely and full written disclosure to the Executive Director if the employee, volunteer, or the employee's or volunteer's spouse, domestic partner, child living in that person's home or Immediate Family (defined as the mother, father, step-parent, sibling or child living outside the home of that person), acts as an owner, officer, board member, partner, employee or beneficiary, or has any financial interest in any business currently receiving or planning to receive

payment for furnishing services, materials or supplies to Social Media Club. (Employees and volunteers are required to notify their Immediate Families of their involvement with Social Media Club and make inquiries of them about the existence of any such interests.) For purposes of this paragraph, ownership or investment interests of five percent (5%) or more in a corporation, partnership, limited-liability corporation or other entity shall constitute a financial interest.



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b. *Gifts, Entertainment, Favors, Discounts and Dispensations*

Employees, volunteers, their spouses, domestic partners, children living in their homes and their Immediate Families may not accept gifts of cash, gift certificates or checks; vacations; services; loans or discounts that are made available to them as a result of their relationship with Social Media Club, except those offered to all employees and volunteers of Social Media Club generally. Employees may accept gifts of a nominal value (\$100 or less) when such gifts are infrequent and customary in business relationships. Employees must provide timely and full written disclosure of gifts of greater value to the Executive Director (or the President of the Board in the case of the Executive Director), who will then decide the appropriate disposition of the item. Employees may accept entertainment when it is lawful and ethical, occasional, customary and reasonable in value.

c. *Outside Employment*

Certain types of outside employment, including self-employment and consulting, can benefit both Social Media Club and the employee by stimulating professional development and enhancing the reputation of Social Media Club. Social Media Club employees are encouraged to teach, lecture, write, and guest curate provided those activities do not interfere with the performance of their job responsibilities at Social Media Club. However, it is important that, if the outside employment could be perceived as an extension of the employee's position at Social Media Club or utilizing skills core to Social Media Club's operations, there be full and complete disclosure (including nature of task, duration and compensation) in writing on a form designated by Social Media Club in advance to the employee's supervisor who will report it to the Executive Director for final approval. If such activities are performed on the employee's own time, without the support services of Social Media Club, then fees, honoraria and copyrights may be retained by the employee. However, if they are performed during normal working hours and/or while the employee is acting in his/her capacity as a representative of Social Media Club, the employee, supervisor, Executive Director must agree in advance and in writing on an equitable arrangement concerning time, remuneration and intellectual property rights. All outside employment must be based on the premise that the employee's primary responsibility is to Social Media Club, that the activity will not interfere with his/her discharge of this responsibility, and that it will not compromise the professional integrity of the employee or the reputation of Social Media Club.

d. *Volunteerism, political interests or other outside interests*

As with outside employment, employees serving on museum or community service boards or engaged in other non-Social Media Club volunteer activities may be seen as representing Social Media Club.

Care should be taken to protect the reputation of Social Media Club in any of these activities. Any political activity must take place on the employee's own time and at the employee's own expense. No Social Media Club funds, property or facilities may be used by employees for political ends.



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Social Media Club Conflict of Interest Disclosure

Code of Ethics Questionnaire and Acknowledgement

1. Do you hold a position, such as being an employee, member, officer, director or committee member, with any partnership, corporation, limited liability corporation or other entity (whether a business or not-for-profit entity) that you have reason to believe does business or may do business in the coming year with Social Media Club?

No _____ Yes _____ (if yes, please explain below)

2. To the best of your knowledge, does your spouse, domestic partner, child living in your home or your Immediate Family hold a position described in 1 above?

No _____ Yes _____ (if yes, please explain below)

3. Do you have (or plan to have) an ownership or investment interest, as defined, in any partnership, corporation, limited liability corporation or other entity (whether a business or not-for-profit entity) that you have reason to believe does business or may do business in

the coming year with Social Media Club? No _____ Yes _____ (if yes, please explain below)

4. To the best of your knowledge, does your spouse, domestic partner, child living in your home or your Immediate Family have an ownership or investment interest described in 3 above?

No _____ Yes _____ (if yes, please explain below)



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5. Are you, your spouse, domestic partner, child living in your home or any of your Immediate Family Members employed by or compensated by Social Media Club, or have, or plan to have, any contract or arrangement with Social Media Club?

No _____ Yes _____ (if yes, please explain below)

Four horizontal lines for providing an answer to question 5.

6. To the best of your knowledge, have you, your spouse, domestic partner, child living in your home or any of your Immediate Family Members been offered a material gift, favor, discount or dispensation from any entity that has or is planning to have a business relationship with Social Media Club, that does not comply with Social Media Club’s code of ethics policy or otherwise appears to be an attempt to influence your judgment as a Social Media Club decision maker?

No _____ Yes _____ (if yes, please explain below)

Four horizontal lines for providing an answer to question 6.

Acknowledgement

I, a () Trustee, () affiliate, () employee, () volunteer, affirm that

- I have received a copy of the Code of Ethics, as approved by the Board of Board Members;
• I have read and understand the Code; and
• I agree to comply with the provisions of the Code.
• I have disclosed all matters required to be disclosed under the Code and agree to report promptly any change in the responses to the foregoing questions that may result from changes in circumstances or any reportable matters that may develop before completion of the next annual questionnaire.

The information contained herein is true and accurate to the best of my knowledge and belief as of this date.

Signature _____

Name Printed _____

Date _____