



INTERNATIONAL BROTHERHOOD OF MAGICIANS

BOARD OF TRUSTEE CODE OF CONDUCT

Adopted July 12, 2023

The Board of Trustees (“Board”) of the International Brotherhood of Magicians (“IBM”) hereby adopts the following Code of Conduct policy for its Board. This policy is intended to provide guidance for Board members in discharging their fiduciary duty, their duty of loyalty, their duty of care and fair dealing and their duty to maintain confidentiality of information and act in the best interests of the IBM.

A. BOARD MEMBER RESPONSIBILITIES

The general duties of Trustees are to establish IBM policies, to review and respond to research and recommendations of applicable committees such as the Ethics and Grievance Committee including matters relating to disciplinary actions imposed on members or Rings, to recommend officers for election, to promote fellowship and the advancement of magic as an entertainment art through premier publications, quality conventions, an international structure and progressive leadership. To fulfill that responsibility, Trustees must a) regularly attend Board meetings, b) review materials provided in preparation for Board meetings, and c) review IBM’s financial reports on an annual basis.

B. PROFESSIONAL CONDUCT

Trustees shall conduct all dealings with each other, members, and staff, with fairness, safeguard information that belongs to the IBM and act in good faith and in the best interests of the IBM. Trustees should always strive to serve the best interests of the IBM as a whole regardless of their personal interests and use sound judgment to make the best possible business decisions for the IBM, taking into consideration all available information, circumstances and resources. To this end, Trustees and Committee Members shall adhere to the following code of conduct:

1. Fiduciary Duty. Each Trustee has a fiduciary duty to the IBM and its members. This means that a Trustee has a duty to act in good faith and in a manner, they believe to be in the best interests of the IBM as a whole.
2. Confidential Information. Trustees are expected to respect the confidentiality of discussions that occur during executive session discussions including personnel issues, discussions about candidates for office, disciplinary issues, and legal disputes and litigation strategies. No Trustee may disclose discussions held in executive session of the Board. Failure to follow these restrictions could result in a Trustee being censured by the Board.
3. Accuracy of Information. Trustees may not knowingly misrepresent facts. All IBM data, records and reports must be accurate and truthful and prepared in a proper manner to the belief of and prepared in good faith by the preparer of such information.
4. Interaction with Third Parties. To ensure efficient management operations, avoid conflicting instructions from the Board to Executive Secretary and avoid potential liability, Trustees shall observe the following guidelines:
 - If an individual Trustee is contacted by an IBM member with a complaint or an issue, the Trustee shall instruct the member to put the issue in writing and the Trustee will forward it to the Executive Secretary for dissemination to the appropriate person(s) and/or the entire Board.
 - An individual Trustee does not have the authority to act on the IBM's behalf, unless the Board has authorized him or her to do so. This means that a Trustee may not contact members directly

about IBM matters unless authorized to do so by the Board. Notwithstanding, it is understood that the Board has authorized its Legal Advisor, President, Treasurer, and other officers to act within the scope of their authority and responsibility with subsequent reporting to the Board

- No Trustee may threaten or retaliate against anyone who brings information to the Board regarding improper actions of a Trustee, committee member or IBM member.

5. Professional Behavior. Trustees are obligated to act with proper decorum. Although they may disagree with the opinions of others on the Board, they must act with respect and dignity and not make personal attacks on others. Trustees shall act in accordance with Board decisions and shall not act unilaterally or contrary to the Board's decisions.