

Memphis Oral School for the Deaf

Empowering Deaf Children to Listen, Learn, and Talk

Prospective Board Member

Information

www.mosdkids.org

7901 Poplar Avenue Germantown, TN 38138 901.758.2228



Andrea Baird, Chief Executive Officer

Jesse Demastus, Board Chairman

Dear Prospective Board Member,

On behalf of the Speech & Hearing Center of the Mid-South dba Memphis Oral School for the Deaf, I am thrilled to extend my warmest congratulations on your interest in joining our esteemed Board of Directors. Your willingness to be a part of our organization is a testament to your commitment to making a positive impact on the lives of deaf and hard-of-hearing children in our community.

At the Memphis Oral School for the Deaf, we are dedicated to providing exceptional education and support to children with hearing impairments, empowering them to overcome communication barriers and reach their full potential. Your expertise and passion for our mission will undoubtedly contribute to our school's continued success and growth.

As a board member, you will play a crucial role in shaping the strategic direction of our organization, fostering community partnerships, and ensuring the highest standards of excellence in our programs. Your unique perspective and skills will enrich our collective efforts to create a nurturing and inclusive environment for our students.

We look forward to working closely with you and benefiting from your insights, dedication, and leadership. Together, we can continue to make a meaningful difference in the lives of the children we serve.

To formally welcome you to our organization, we would be honored if you would visit our website at mosdkids.org. After which I invite you to contact me to discuss your willingness to volunteer on our Board. This will provide an opportunity for us to meet, take a tour of the facility and also familiarize yourself with our mission and vision, and gain insights into the exciting initiatives we have planned for the future.

Once again, congratulations on your interest in being part of the Memphis Oral School for the Deaf legacy. I am excited about the positive impact we will achieve together.

Please send inquiries and/or completed applications to <u>abaird@mosdkids.org</u> Attn: Andrea Baird. Feel free to call me at 901-531-6726 with any questions you may have.

Thank you for your commitment and support.

Andrea Baird Andrea Baird M.S., Executive MBA CEO, Speech & Hearing Center of the Mid-South dba Memphis Oral School for the Deaf

Memphis Oral School for the Deaf

Educational Philosophy

EVERY child has the right to develop their individual capabilities to the greatest extent possible.

In the case of children with hearing loss, additional resources are required in order to provide a sound educational foundation and an equal opportunity to succeed. Memphis Oral School for the Deaf (MOSD) exists for the purpose of ensuring that these unique resources are readily available to those young children who need them. With the combined support of the community and MOSD, young children with hearing loss in Memphis and the Mid-South area continue to have the opportunity to learn to talk.

Every year, thousands of children are born with, or acquire, some degree of hearing impairment. Fortunately, 95 percent of these children have at least some degree of residual (or undamaged) hearing. Only about 5 percent have what can be termed as a "total loss" of hearing, for whom the cochlear implant is now available.

As a general rule, it can be said that if a hearing-impaired child does not develop the ABILITY TO SPEAK, it is because he was simply not taught to do so. As far back as Alexander Graham Bell, scientists concerned with the auditory process have known that any degree of natural hearing can be utilized as an aid to speech development.

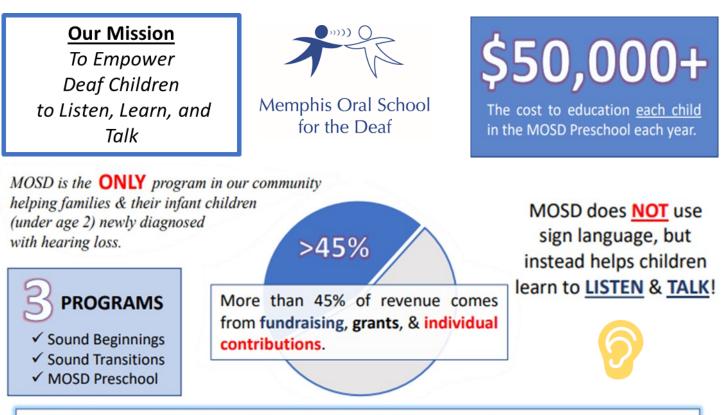
As its name implies, the Memphis Oral School for the Deaf utilizes "ORAL" instructional methods for the purposes of developing speech and language skills. No sign language is used. The common goals for every young student at the school is to develop Listening and Spoken Language (LSL). The Memphis Oral School for the Deaf program is "one of a kind" in the Memphis and Mid-South area.

The primary emphasis for the children is on learning to listen. Once listening skills are developed a child can begin to develop speech



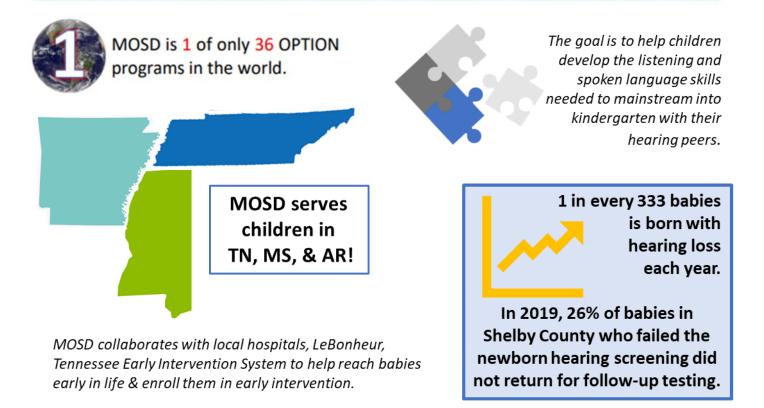
and language skills that will allow him to communicate in the mainstream. Some people believe that deaf children can do everything BUT hear, but with proper amplification (hearing aids or cochlear implants) the Memphis Oral School and those committed to the auditory/oral approach believe that deaf children can do everything AND hear! This is particularly true today with the advent of cochlear implants. Helen Keller was once quoted as saying: "Why should we be content to crawl when we can soar like an eagle?"

It has been clearly proven over the last few decades that with early identification, appropriate and aggressive audiological intervention, and immediate intervention by trained professionals, even children with the most profound hearing loss can develop and effectively use hearing to learn speech and language. The objective of this specialized training is to utilize what hearing a child may have to assist in the development of speech ... enabling the deaf child to become a part of, rather than apart from, A WORLD OF SOUND.



MOSD uses a sliding fee scale based on household income to determine tuition amount.

MOSD HAS NEVER TURNED A FAMILY AWAY DUE TO FINANCIAL CHALLENGES!



Memphis Oral School for the Deaf

BOARD MEMBER APPLICATION

Name		_ Spouse		Date		
Employer Title						
Work Address	Cit	у	State	Zip		
Work Phone	Work Email _		· · · · · · · · · · · · · · · · · · ·			
Home Address	City	/	State	Zip		
Cell Phone	Home Email _					
I prefer to use my □ home □ business <u>email address</u> for communication with MOSD □ home □ business <u>physical address</u> for board roster listing & mailings						
Degree or Educational Background						
Please use these guidelines to describe your connection or potential contribution to the MOSD Board of Directors. Check ALL that apply.						
<u>Attributes</u>						
Political Connections Community Network						
Please provide details if checked abo	ve, or other attribut	es not listed				
Professional Background						
	Banking/Finan	icial	Real Estate/De	evelopment		
• ·	Human Resou					
Planning	Management		Development/	undraising		
Technology	Deaf Educatio	n	Community Vo	olunteer		
Medical	Elected Officia	al	Marketing/Pub	lic Relations		
Please provide details if checked abo	ve, or other areas o	of expertise				
Please tell us why you would like to se	erve on the MOSD	Board of Dire	ctors			

MOSD BOARD COMMITTEES

All committees may be required to meet occasionally outside of regularly scheduled general meeting.

EXECUTIVE

Responsible for overseeing the overall operation of School and its Board to assure that it is operating efficiently, effectively and in keeping with its mission. Members of the Executive Committee include the officers.

DEVELOPMENT/ FUNDRAISING

- a) Soliciting sponsorships and in-kind donations for MOSD events
- b) Actively shares MOSD social media posts
- c) Assists with MOSD events
- d) Recruits volunteers for MOSD events
- e) Coordinates with MOSD Development Director and communicates needs to the board

COMMUNITY OUTREACH/ ADVOCACY

- a) Schedules tours of MOSD of potential donors
- b) Connects MOSD with corporate groups and individuals
- c) Effectively connects MOSD with funders and in-kind donors
- d) Uses social network to advocate for MOSD and its mission

FINANCE/ LONG RANGE PLANNING

- a) Business development and planning
- b) Strategic financial planning
- c) Long-term capital budgeting
- d) Review and provide feedback on operating budgets, endowment funds & financial reports

BOARD HOSPITALITY/ BOARD RECRUITMENT

- a) Actively pursues excellent candidates for board membership
- b) Effectively builds relationships with board members; follows up after absences
- c) Facilitates board hospitality
- d) Monitors board engagement for accountability

Please detach and return indicating your committee preference

Committee

Name_____ Date_____

Memphis Oral School for the Deaf

Board of Directors

STATEMENT OF COMMITMENT

Memphis Oral School for the Deaf depends upon the involvement and counsel of its Board of Directors to ensure its viability. Therefore, as a member of the Board, I make the following commitments for my term of service:

- I will make a minimum annual personal financial contribution of \$1,000. I have the option to make a one-time payment in each fiscal year or sign up for a monthly donation as a Sound Investment Partner. Upon the first year of commitment, your contribution will be prorated until the start of the new fiscal year.
- I will identify potential new donors and help to schedule tours of MOSD.
- I will participate in MOSD school activities, when possible, to maintain awareness of MOSD programs and the students served.
- I will recruit guests for MOSD events, as well as in-kind items and services (auction items, golf tournament, etc.)
- I will attend and financially support MOSD's events and programs through ticket sales and/or sponsorships.
- I will help identify sponsorship support for MOSD events.
- I will purchase a minimum of four (4) tickets to SpeakEasy fundraising event.
- I commit to attending monthly Board meetings and actively participate in Committees.
- I understand that the habitual absences of Board meetings will result in a lack of awareness of important discussions and may result in the withdrawal of my term as a Board member.
- I will undertake a special assignment if requested.
- I will serve as an advocate, promoting MOSD publicly and informing others about its mission and programs.
- I will recruit nominees for the Board of Directors.
- I will follow conflict of interest and confidentiality policies.

Memphis Oral School for the Deaf

CODE OF ETHICS

I. Introduction

This Code of Ethics (the "Code") of the Memphis Oral for the Deaf ("MOSD") covers a wide range of practices and procedures. It sets out the basic principles and standards to guide the decisions and actions of MOSD and to guide the MOSD staff and Board members. All of MOSD's employees and directors must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. While this Code serves as a framework for ethical conduct, it cannot cover every situation. If any staff or Board member is ever uncertain about the requirements of this Code, he or she should consult with the Executive Director or the Board Chairman.

The Board and staff of MOSD are committed to the ethical principles set forth in this policy, including, but not limited to: personal and professional integrity; maintaining confidentiality; commitment to diversity; and avoiding conflicts of interest, nepotism, and the appearance of impropriety, in order to ensure that MOSD acts with integrity and carries out its decisions according to this Code.

If any law, regulation or statute conflicts with any policy contained in this Code, the Board and staff must comply with the legal standard. If any Board member or employee has a question about these conflicts, he or she should ask the Executive Director or the Board Chairman how to handle the situation. The Executive Director or Board Chairman may contact counsel in the event they need guidance with respect to a particular situation or set of circumstances.

II. Standards of Conduct

1. Compliance with Laws, Rules and Regulations

Obeying the law, both in letter and in spirit, is the foundation on which MOSD's ethical standards are built. MOSD's employees and directors must respect and obey all applicable city, county, state and federal laws that govern operation of the school. Although not everyone is expected to know the specifics of these laws, it is important to know enough to determine when to seek advice from the Board or the Executive Director. In addition to obeying all applicable laws, the staff and Board of MOSD will conduct all dealings on behalf of the school with honesty and fairness.

2. Conflicts of Interest

MOSD has adopted a separate Conflict of Interest Policy which is incorporated herein by reference.

3. Discrimination and Harassment

The diversity of the school's staff is a tremendous asset. MOSD is firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment of any kind. Examples include derogatory comments based on racial or ethnic characteristics and unwelcome sexual advances. The Board and staff of MOSD shall respect the rights of all individuals to fair treatment and equal opportunity, free from discrimination or harassment of any type.

4. Health and Safety

MOSD strives to provide each employee with a safe and healthy work environment. Each employee has responsibility for maintaining a safe and healthy workplace for all employees by following safety and health rules and practices and reporting accidents, injuries and unsafe practices or conditions.

Violence and threatening behavior are not permitted. Employees should report to work in condition to perform their duties, free from the influence of illegal drugs or alcohol. The use of illegal drugs in the workplace will not be tolerated.

5. Record-Keeping

MOSD requires honest and accurate recording and reporting of information in order to make responsible business decisions. For example, all expenses must be accurately recorded. All of the school's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect the school's transactions and must conform both to applicable legal requirements and to MOSD's system of internal controls.

6. Confidentiality

The Board and staff must maintain the confidentiality of all confidential information entrusted to them by the school, parents, health care professionals, and others, except when disclosure is authorized by counsel or required by law. The obligation to preserve confidential information continues even after employment or Board service ends.

7. Protection and Proper Use of School Assets

The Board and staff should endeavor to protect MOSD assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the school. Neither Board nor staff members may use MOSD assets or information for personal gain. Any suspected incident of fraud or theft should be immediately reported for investigation. School equipment should not be used for personal business, although incidental personal use may be permitted.

The obligation to protect MOSD assets includes its proprietary information. Proprietary information includes intellectual property such as trademarks and copyrights, as well as business and marketing plans, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information would be a violation of MOSD policy.

8. Reporting any Illegal or Unethical Behavior

Employees are encouraged to talk to supervisors or other appropriate personnel about any illegal or unethical behavior they observe and when in doubt about the best course of action in a particular situation. MOSD will not tolerate retaliation for reports of misconduct made in good faith. Moreover, all employees are expected to cooperate in internal investigations of misconduct.

9. Avoiding the Appearance of Impropriety

Because the appearance of impropriety can be just as damaging as actual impropriety, conduct which appears to be improper is also unacceptable. The Board and staff must recognize this and act accordingly.

MOSD CODE OF ETHICS

10. Compliance Procedures

The Board and staff must all work to ensure prompt and consistent action against violations of this Code. However, in some situations there may be a fine line between right and wrong. Because it is impossible to anticipate every situation that may arise, it is important to have a mechanism in place to address these situations. The following steps should be taken in the event anyone encounters a situation which they believe may be a violation of this Code:

- <u>Make sure you have all the facts.</u> In order to reach the correct solution, we must be as fully informed as possible.
- <u>Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper?</u> This will enable you to focus on the specific question you are faced with, and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.
- <u>Clarify your responsibility and role.</u> In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- <u>Discuss the problem with your supervisor, the Executive Director or the Board Chairman.</u> This is the basic guidance for all situations. In many cases, your supervisor, the Executive Director or the Board Chairman, as the case may be, may be more knowledgeable about a particular matter or situation, and will appreciate being brought into the decision-making process. Remember that it is their responsibility to help solve problems.
- <u>Seek help from appropriate resources.</u> In the rare case where it may not be appropriate to discuss an issue with your supervisor, or where you do not feel comfortable approaching your supervisor with your question, please contact MOSD's Executive Director or the Chairman of the Board.
- <u>You may report ethical violations in confidence and without fear of retaliation</u>. If your situation requires that your identity be kept secret, your anonymity will be protected. MOSD will not permit retaliation of any kind against employees for good faith reports of ethical violations.
- <u>Always ask first, act later</u>: If you are unsure of what to do in any situation, seek guidance before you act.

III. Enforcement

Any person that violates or condones the violation of the Code of Ethics is subject to disciplinary measures, which may include termination of employment or expulsion from the Board, as the case may be. The Board shall review all alleged violations of the Code of Ethics and take appropriate action.

Signature required on separate signature page attachment

PLEASE KEEP THIS COPY OF POLICY FOR YOUR RECORDS

Memphis Oral School for the Deaf

CONFLICT OF INTEREST POLICY

The Board of Directors and staff members of the Memphis Oral School for the Deaf ("MOSD") must adhere to certain standards of conduct. One of these standards is to avoid conflicts of interest and the appearance of impropriety. Aside from the possible legal ramifications, even the appearance of a conflict of interest can irreparably damage an organization's credibility.

A conflict of interest is defined as an actual or perceived interest by a staff or Board member in an action involving the school that results in, or has the appearance of resulting in, personal, organizational or professional gain to that staff or Board member or to a member of their immediate family. Stated another way, a conflict of interest can arise where a Board or staff member or a member of their immediate family could benefit directly or indirectly from a transaction involving the school.

Each Board and staff member shall disclose to the Board Chairman or to the Board's Executive Committee any personal interest which he or she may have in any matter pending before or with MOSD and shall refrain from participation in any decision on such matter. The Board and staff of MOSD are committed to avoiding conflicts of interest and the appearance of impropriety in order to ensure that MOSD acts with integrity and carries out its decisions according to this policy.

An unacceptable conflict of interest may arise if a Board or staff member has a personal or business interest that is in conflict with the best interest of MOSD. An individual is usually considered to have an interest in an activity if he or she or an immediate family member:

- Has a substantial financial interest in the activity;
- Has a substantial financial interest in any organization involved in the activity, or holds a position as a trustee, director or principal officer in an organization involved in the activity;
- Uses "inside information" for personal benefit or to the detriment of MOSD. "Inside information" is information that has not been made public and was obtained through the individual's work or involvement with MOSD;
- Uses his or her position with MOSD to the detriment of the school; or
- Uses his or position with MOSD for a personal or business benefit that is in conflict with the best interest of the school.

It is not possible to list all potential conflicts of interest that might arise. However, possible examples are set forth below:

- A supplier or contractor makes a bid to provide goods or services to MOSD while serving on the Board or committee that awards the bid;
- A staff or Board member hires a family member as a consultant; or
- A media representative participates in a committee or Board decision to purchase advertising.

Managing Conflicts of Interest

In all cases where a potential conflict of interest exists, the individual with that conflict must disclose all relevant information to the Board Chairman and/or to the Executive Committee of the Board. If there is any question as to whether something is a conflict, it is always better to fully disclose the matter.

When a potential conflict of interest is disclosed, the Board Chairman and the Executive Committee may agree on a solution or may decide to refer the issue to the entire Board of Directors. Any activity in which a Board or staff member has a potential conflict of interest must be carefully reviewed to determine whether the activity is in the best interest of MOSD. Either the Board Chairman or the full Board may consult with an attorney whenever they deem necessary to determine if a conflict exists or how to best handle a potential conflict of interest.

In the event of a conflict of interest, the Board Chairman or the Executive Committee may wish to make certain recommendations, such as requiring that the Board or staff member with a potential conflict of interest in a particular matter:

- Not be counted for the purposes of a quorum;
- Not actively participate in the decision about the activity, except to answer questions or state his or her views or opinions; and
- Not vote on the matter and be required to leave the Board meeting before final deliberation and vote.

The Chairman of the Board or Executive Committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. After exercising its due diligence, the disinterested person or Board committee reviewing the potential conflict of interest shall determine whether the school can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the school's best interest, whether the transaction is fair and reasonable to the school, and shall decide whether MOSD should enter into the transaction or arrangement in conformity with such determination. All documents disclosing conflicts of interest and the recommendations regarding those conflicts should be included in the meeting record or minutes.

No MOSD Board or staff member shall undertake any activity which constitutes a conflict of interest except as may be expressly approved and/or managed pursuant to the provisions of this policy.

Violations of the Conflict of Interest Policy

If the Board has reasonable cause to believe that a staff or Board member has failed to disclose an actual or potential conflict of interest, it shall inform the member of the basis of such belief and afford the member an opportunity to explain the alleged failure to disclose. If, after hearing the response of the member and making such further investigation as may be appropriate under the circumstances, the Board determines that the member has, in fact, failed to disclose an actual or potential conflict of interest, it shall take appropriate corrective action.

Funding Sources and Conflicts of Interest

MOSD relies on multiple sources of funding. These sources may have their own standards and remedies for conflicts of interest. If MOSD is the recipient of any county, state or federal funds, then additional rules regarding conflicts of interest may apply. MOSD shall become aware of these rules where applicable and shall be prepared to conform to them.

Annual Certifications

Each Board and staff member shall annually sign a statement which affirms that he or she:

- a. has received a copy of the conflicts of interest policy;
- b. has read and understands the policy;
- c. has agreed to comply with the policy; and
- d. has not been involved in any actual or potential conflict of interest that he or she has not disclosed.

Conclusion

Avoiding conflicts of interest is the best policy. However, when potential conflicts of interest arise, MOSD, its Board and staff must be prepared and willing to address the issue. Education of staff and the Board and a written policy are the best safeguards against embarrassing and potentially damaging charges of conflict of interest.

Signature required on separate signature page attachment

PLEASE KEEP THIS COPY OF POLICY FOR YOUR RECORDS

Memphis Oral School for the Deaf

CONFIDENTIALITY POLICY AGREEMENT

Speech & Hearing Center of the Mid-South, dba Memphis Oral School for the Deaf requires that all faculty, staff, contractors, students, volunteers and/or agents understand and be informed of the following:

- Confidentiality requirements regarding Protected Health Information (PHI) including, but not limited to, patient (client) visits, professional care, clinical records, student information, and other health care related information.
- Confidentiality requirements related to all clinical, personal, employee, and financial information.

All topics discussed formally and informally by members of the MOSD Board of Directors pertaining to Speech & Hearing Center of the Mid-South dba Memphis Oral School for the Deaf are to be kept confidential. All reasonable measures will be taken to secure and maintain the confidentiality of MOSD operations, its employees and clients, and financial information. Individuals are prohibited from divulging any information to outside parties other than those elected by majority to hold a membership position on the Board of Directors.

All members of the MOSD Board of Directors are entrusted with the responsibility and understanding that he/she comprehends and actively supports this policy and continues to uphold this policy beyond his/her term limit. Seeking or releasing any information in violation of this policy is a serious matter, which will result in immediate membership termination and possible legal action.

My signature (on signature page), indicates that I have read, understand and agree to abide by this policy.

POLICY SIGNATURE PAGE

Last Name

Date

STATEMENT OF COMMITMENT **CODE OF ETHICS POLICY** CONFLICT OF INTEREST POLICY **CONFIDENTIALITY POLICY AGREEMENT**

(See individual policies for requirements and standards documentation)

PLEASE SIGN BELOW AND RETURN TO MOSD

Statement of Commitment

In summary, this commitment includes financial commitment, participation in board and MOSD activities, and attendance and financial support of fundraisers. See Statement of Commitment for full explanation and details. Please keep commitment form for reference and your records. I understand that non-compliance of commitment may result in membership probation.

Printed Name Signature Date

Code of Ethics

I hereby certify that I have received and read, and understand and agree to comply with, the MOSD Code of Ethics Policy. Any person that violates or condones the violation of the Code of Ethics is subject to disciplinary measures, which may include termination of employment or expulsion from the Board, as the case may be. The Board shall review all alleged violations of the Code of Ethics and take appropriate action.

Printed Name

Conflict of Interest Certification

I hereby certify that I have received and read, and understand and agree to comply with, the MOSD Conflict of Interest Certification. Any person that violates or condones the violation of the Conflict of Interest is subject to disciplinary measures, which may include termination of employment or expulsion from the Board, as the case may be. The Board shall review all alleged violations of the Conflict of Interest and take appropriate action.

Printed Name

Signature

Signature

Date

Confidentiality Policy Agreement

I hereby certify that I have received and read, and understand and agree to comply with, the MOSD Confidentiality Policy Agreement. Any person that violates or condones the violation of the Confidentiality Policy Agreement is subject to disciplinary measures, which may include termination of employment or expulsion from the Board, as the case may be. The Board shall review all alleged violations of the Confidentiality Policy Agreement and take appropriate action.

4/21

Date



Memphis Oral School for the Deaf Empowering Deaf Children to Listen, Learn, and Talk

Sponsor a Child Each Month!

Sponsor a child each month and become a Sound Investment Partner who invests in a future of <u>limitless opportunities</u> for young children with hearing loss



Your monthly gift gives students the specialized classroom instruction, speech and listening therapies, and audiological support needed to develop *spoken* language. Our goal is for students to mainstream into kindergarten with their hearing peers and lead an independent life.

□ Mr. □ Mrs. □ Ms. □ Dr. Date	I wish to become a Sound Investment Partner with a monthly gift of:		
I would prefer to use my \Box home or \Box business address	\Box \$25 \Box \$50 \Box \$100 \Box Other		
Name Home Address	Payments are charged to your credit or debit card and processed through Impact Pay Systems. Please provide the information below.		
	\Box Visa \Box MC \Box Amex \Box Discover		
Business Name	Card #		
Address	Exp CVV Day/Pymt		
 Email	Name on Card		
Phone $\Box(C) \ \Box(W)$	Signature		

For more information please contact info@mosdkids.org or 901.758.2228

Please complete this form and return to: Memphis Oral School for the Deaf, Sound Investment Partners 7901 Poplar Avenue, Germantown, TN 38138 or fax to 901.531.6735

Thank you for helping deaf children learn to listen and talk!