

Policy Type: Governance Process

Policy Title: Board Member's Code of
Conduct

The Board is committed to effective decision-making and, once a decision has been made, speaking with one voice. Towards this end board members will:

- Speak from broad member and community interests
- Speak for themselves (“my own thinking on this is that...”) rather for than a group of members.
- Express additional or alternative points of view and invite others to do so too.
- Refrain from “lobbying” other board members outside of board meetings that might have the effect of creating factions and limiting free and open discussion.
- On important issues, be balanced in one’s effort to understand others and to make oneself understood.
- Once made, support, indeed defend, board decisions, even if one’s own view is a minority one.
- Not disclose or discuss differences of opinion on the board outside of board meetings, especially with staff, volunteers or clients. (For this reason information on who votes for and against any particular motion will not be recorded in meeting minutes unless a director requests it).
- Respect the confidentiality of information on sensitive issues, especially in personnel matters.
- Refrain from speaking for the organization unless authorized to do so.
- Disclose one’s involvement with other organizations, businesses or individuals where such a relationship might be viewed as a conflict of interest (see Conflict of Interest Policy).
- Refrain from giving direction, as an individual board member, to the Executive Director or any member of staff.
- Not go behind the Executive Director’s back to seek information for the purpose of evaluating his/her performance (see Policy on the Evaluation of the Executive Director).

Date Approved