

3357:13-02-30 Board Members Code of Conduct Policy (Governance Process)

The board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

2.31 Board members must have loyalty to the ownership, un-conflicted by loyalties to staff, other organizations, and any personal interest as a consumer.

2.32 Board members must avoid conflict of interest with respect to their fiduciary responsibility.

- a. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being a conflict.
- b. When the board is to decide upon an issue, about which a board member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote, but also from the deliberation.
- c. Board members will not use their board position to obtain employment in the organization for themselves, family members, or close associates. Should a board member apply for employment, he or she must first resign from the board.

2.33 Board members may not attempt to exercise individual authority over the organization.

- a. Board members will respect the confidentiality appropriate to issues of a sensitive nature.
- b. Board members will be properly prepared for board deliberation.
- c. Board members will support the legitimacy and authority of board decisions, irrespective of the member's personal position on the issue.
- d. Board members will lead by example through the contribution of both time and money as appropriate.

Effective: August 25, 2010

Expires: March 1, 2023

Review Dates: 8/25/10, 7/30/11, 3/28/12, 4/24/13, 4/23/14, 4/22/15, 3/23/16, 3/22/17, 3/28/18