



## Directors and Members Code of Conduct

This Code of Conduct sets out the conditions for the attitudes, behaviour and actions expected of individual Board members of Quadra Island Foundation.

In fulfilling my responsibilities as a Board member of (your organization here) I agree to:

1. Exercise the duties of care, diligence and skill.
2. Respect the confidentiality of Board discussions and deliberations.
3. Abide by all Board policies governing Board member behaviour, practices, decisions and actions.
4. Respect and abide by the Board's core values and governing principles.
5. Honour my obligations to attend all Board meetings and where this is not possible notify the Chair in advance of my inability to attend.
6. Support the work of the Association by attending Association events.
7. Come to the Board meetings having read the materials relevant to the Board meeting agenda.
8. Abide by the Board's Meeting Rules and by the method or process agreed to for conducting Board meetings.
9. Assist the Board with its work by volunteering to be a member of at least two Board task groups or committees during the Board year.
10. To avoid where possible any conflict of interest and when it is not possible to do so declare to all Board members the real or potential conflict.
11. Abide by any policy or rules of the Board regarding conflict of interest.
12. Acknowledge that my loyalty to the Association supersedes any conflicting loyalty such as that to interest groups and membership on other Boards or staffs.
13. Ensure that I am and remain a member in good standing of the Association.
14. Exercise and discharge the powers and duties of a director honestly and in good faith.

15. Respect the right of each member to contribute his/her position or opinion to Board discussion and deliberations, even though I might disagree with them.
16. Refrain from behaviour which undermines the Board's integrity, deliberations and decision-making.
17. Ensure that my views and opinions are expressed in Board discussions and to honour the principle that a Board decision made fairly is the position of the Board on the matter decided.
18. Participate and contribute to building and maintaining a strong, healthy, productive and effective functioning Board.
19. Use Board agendas and Board meetings to voice my disagreement with Board positions and decisions and not attempt to undermine the Board by using public forums or vehicles to voice my disagreement.
20. Respect and honour the governing principles that Board members avoid communication with staff, other than the Chief Executive, on matters related to management, administration or operations.
21. Not use my position as a Board member to obtain employment with the Association for myself, family members or close colleagues.

Signed: \_\_\_\_\_

Print name: \_\_\_\_\_

Date: \_\_\_\_\_