

Board Policy -- Habitat of Greenville County

POLICY TYPE: GOVERNANCE PROCESS

POLICY 4.6

POLICY TITLE: BOARD MEMBERS' CODE OF CONDUCT

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.

Accordingly:

1. Members must represent loyalty without conflict to the interests of the ownership. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. It also supersedes the personal interest of any board member acting as a consumer of the organization's services.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - A. There must be no self-dealing or any conduct of private business or personal services between any board member and the organization except as procedurally controlled to assure openness, competitive opportunity, and equal access to inside information.
 - B. When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall excuse herself or himself from that portion of the meeting relating to discussion and the vote.
 - C. Board members must not use their positions to obtain employment for themselves, family members or close associates. Should a board member desire employment within the organization, he or she must first resign.
 - D. Any board member doing business with the organization shall immediately report such to the Chair. The Board Secretary shall report to the Board annually, prior to the first meeting of the calendar year, any business dealings individual Board Members have had with the organization in excess of \$1,000 cumulative in the course of the previous calendar year along with assurance that there has been no self-dealing.
3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in board policies.
 - A. Board members' interaction with the President and CEO or with staff must recognize the lack of authority vested in individuals except when explicitly board authorized.
 - B. Board members' interaction with public, press or other entities must recognize the same limitation and the inability of any board member to speak for the board except to repeat explicitly stated board decisions.
 - C. Board members will give no consequence or voice to individual judgments of President and CEO or staff performance.
4. Board members will respect the confidentiality appropriate to issues of a sensitive nature.
5. Members will be properly prepared for board deliberation.

Date of Adoption 10/27/11 Affirmation of official board action adopting this policy:

Wendy Westmoreland
Board Secretary