

A Code of Conduct for Board Members / Directors

Adoption of such a code is certainly not mandatory under law, and its legal basis is somewhat uncertain. It can, however, be part of a solution in situations where the behaviour of Board Members is limiting the Board's ability to fully or effectively realize the vision, mission or priorities of the organization.

There is likely no more vexing problem for community associations than the fractious board, arguing board, won't-work-together board, or every-person's-right board. It often starts with a single incident in which one or more directors prevent the board from speaking with one voice. While an *ethics agreement* or *code of conduct* won't necessarily solve the problems of a disputing board, it does provide a means to focus on the concerns.

The authority for the code is created when it is cited in your Association's by-laws. By adopting a code of conduct, the foundation is laid to enforce compliance.

This is the Code of Conduct of the Board/Executive of the Federation of Citizens' Associations, in the National Capital Region. It expresses the values of our organization.

The Code

1. I will act honestly, ethically and with integrity, at all times.
2. I will exercise care and due diligence; and I will act reasonably, prudently and in good faith, in the performance of my duties.
3. I will make every effort to attend all Board/Executive meetings and will arrive prepared to conduct the business at hand. If unable to attend, I will notify the Chair, in advance.
4. I will conduct myself in a respectful manner when dealing with others, and will encourage collegial relations among board members and general members of the Association.
5. I will approach all Board/Executive issues with an open mind, by listening to and considering the different points of view expressed by others.
6. I will not knowingly make erroneous or defamatory statements about the Association or any board/executive member or general member.
7. I will uphold the Association's by-laws and policies. I will support and abide by decisions and positions taken by the Board/Executive.
8. I will keep confidential all information specifically determined, by motion, to be confidential. When I am uncertain as to whether something is a matter of confidence, I will seek determination by the Board/Executive.
9. I will always act in the best interest of the Association. I will place the interests of the Association and its Board/Executive ahead of my personal interests and I will immediately declare any conflicts of interest which arise.
10. If I do not abide by this Agreement, or if I find myself in a situation where my continued presence on the Board would cause embarrassment to the Association or would undermine member confidence, I will tender my resignation.