

Policy Section: G Board Governance
Policy Sub-Section GP Governance Process
Policy Title: 7 Board Member's Code of Conduct
Revised Date: June 22, 2005, April 30, 2010, Nov 30, 2012, Nov 6, 2013, Jan 10, 2014
Approved Date: June 23, 2004
Authority: Family Service Regina Board of Directors

Scope:

This Policy encompasses the responsibilities of the Board of Directors of Family Service Regina.

Policy:

The Board expects of itself and its members ethical, businesslike and lawful conduct. This commitment includes behavior when acting as board members consistent with the values of the agency and its underlying principles of equity/diversity.

In general, the use of good judgment based on high-ethical principles shall guide Boards members with respect to lines of acceptable conduct. However, if a situation arises where it is difficult to determine the proper course of conduct, or where questions arise concerning the propriety of certain conduct by an individual or others, the matter should be brought to the attention of Family Service Regina. Board members should raise any such concerns with the President, Treasurer and/or Secretary of Family Service Regina. In all questions involving ethics, conduct and conflict of interest the Board shall make relevant determinations; except that any individual whose conduct is at issue shall not participate in such decisions.

1. Board members are expected to consider and represent the interests of the agency and its community as a whole in preference to any other interests which that Board member may also have or represent and must avoid conflict of interest, real or perceived, 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. Board members must not use their positions to obtain for themselves, family members or close associates employment within the organization.
 - c. Should a Board member be considered for employment, he or she must temporarily withdraw from Board deliberation, voting and access to applicable Board information.

- d. When the Board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall disclose the nature and extent of the conflict and absent himself without comment from the vote, but may participate in the discussions at the request of the Board.
2. 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 Chief Executive Officer or with staff must recognize the lack of authority in any individual Board member or group of Board members except as noted above.
 - b. Board members will make no judgments of the Chief Executive Officer or staff performance except as that performance is assessed against explicit Board policies and operational plans by the official process.
3. Board members will not speak on behalf of the Board unless specifically requested to do so by the President or the Board.
4. Board members are accountable to exercise the powers and discharge of the duties of their office honestly and in good faith. Members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
5. Board members will respect the confidentiality appropriate to issues of a sensitive nature, especially regarding finances, personnel, clients and strategic planning.
6. All new Board members will sign the Board member statement of acknowledgement for Code of Conduct for members of the Board of Directors of Family Service Regina once accepted as a member of the Board of Directors. The signed form will be kept on file at the head office of Family Service Regina.
7. Failure to comply with the Board's Code of Conduct policy may result in a request, from the President or the Board for the resignation of a Board member.



Board member statement of acknowledgement for Code of Conduct for members of The Board of Directors of Family Service Regina

I, _____, being a member of the Board of Directors of Family Service Regina, do hereby acknowledge that I have read and understand the Code of Conduct for Members of the Board of Directors of Family Service Regina, and will abide by the terms and conditions of this document for as long as I remain a member of the Board of Directors of Family Service Regina, and where applicable, in perpetuity.

This statement is made on the _____ day of _____, 20_____.

Printed Name of Member

Signature of Member

This statement was provided to the Secretary of the Board of Directors

on the _____ day of _____, 20 _____.

Signature of Board Secretary