

## Policy Type: Core Governance Practices

### Policy Title: Director Code of Conduct

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The Board is committed to effective decision-making and, once a decision has been made, speaking with one voice. Towards this end Directors will:

1. Speak to an issue once, in order to allow all Directors the opportunity to also speak to the issue.
2. Refrain from conversations with fellow Directors while someone is speaking.
3. Speak from broad member and community interests.
4. Speak for themselves (“my own thinking on this is that...”) rather than for a group of members.
5. Express additional or alternative points of view and invite others to do so too.
6. Refrain from “lobbying” other Directors outside of Board meetings that might have the effect of creating factions and limiting free and open discussion.
7. On important issues, be balanced in one’s effort to understand others and to make oneself understood.
8. Once made, support, indeed defend, Board decisions, even if one’s own view is a minority one.
9. Not disclose or discuss differences of opinion on the Board outside of Board meetings, especially with staff, volunteers, or clients. For this reason, information on who votes for and against any particular Motion will not be recorded in meeting minutes unless a Director requests it.
10. Respect the confidentiality of information on sensitive issues, especially in personnel matters.
11. Refrain from speaking for the organization unless authorized to do so.
12. Disclose one’s involvement with other organizations, businesses, or individuals where such a relationship might be viewed as a conflict of interest (see Conflict of Interest Policy).
13. Refrain from giving direction, as an individual Director, to the Chief Staff Officer or any member of staff.
14. Strive to seek information and clarification from involved parties for the purpose of evaluation(s).