



Board Code of Conduct Policy

Directors will:

1. **Act Honestly and in Good Faith** – Always place the interests of the organization ahead of personal or professional interests.
2. **Exercise Duty of Care** – Make informed decisions, attend meetings prepared, and actively contribute to discussions.
3. **Demonstrate Loyalty and Integrity** – Support the organization's mission and act in ways that enhance its credibility and reputation, superseding the personal interest and conflicting loyalty to any other interest groups or memberships on other boards.
4. **Comply with Laws and Policies** – Abide by the NL Nonprofit Corporations Act, the organization's bylaws, policies, and this Code of Conduct.

Expectations of Conduct

- **Confidentiality:** Directors shall respect the confidentiality of board discussions and organizational records, and not disclose information unless authorized.
- **Conflict of Interest:** Directors must declare any actual or perceived conflicts of interest at the beginning of any meeting where a potential conflict is on the agenda, and recuse themselves from related discussions or decisions.

- **Respect and Collaboration:** Directors will conduct themselves respectfully, fostering an environment of constructive debate and collective decision-making.
- **Accountability:** Directors are accountable to the Coalition and stakeholders of the organization and will uphold the trust placed in them.
- **Representation:** Directors will represent the organization positively and refrain from making public statements that could harm its reputation.

Board Process and Compliance

- **Collective Decision-Making:** Once a decision is made by the Board, all Directors will respect and support it, even if they personally disagreed during deliberations.
- **Attendance and Participation:** Directors are expected to attend meetings regularly, actively participate, and fulfill their governance duties.
- **Breach of Code:** Alleged breaches will be addressed by the Chair for the Board. Repeated or serious violations may result in removal from the Board in accordance with the bylaws and applicable legislation.

See code of conduct grievance procedure which lays out the appropriate action should a code of conduct breach occur.

Acknowledgment

All Directors must sign this Code of Conduct annually to confirm their understanding and commitment.

Name: _____

Witness name: _____

Signature: _____

Signature: _____

Date: _____

Date: _____