

Policy Type: Governance Process

Policy Title: Board Member's 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,

Members must represent unconflicted loyalty to the interests of the ownership (citizens of Utah). This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards and staffs. It also supersedes the personal interest of any board member acting as a consumer of the organization's services.

Members must avoid conflict of interest with respect to their fiduciary responsibility.

There must be no self-dealing or any conduct of private business or personal service between any board member and the organization.

When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall absent herself or himself without comment from not only the vote but also from the deliberation.

Board members must not use their positions to obtain employment for themselves, family members or close associates. Should a member desire employment, he or she must first resign.

Members will annually disclose their involvements with other organizations, with vendors, or any other associations that may cause a conflict.

Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in board policies.

Members' interactions 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.

Members will give no consequence or voice to individual judgments of the Director or staff performance.

Members will respect the confidentiality appropriate to issues of sensitive nature.

Members may not make any unilateral decisions on behalf of the board without Authority.

Certification