



## **BOARD MEMBER CODE OF CONDUCT**

### **INDIVIDUAL CONDUCT**

To properly serve the DFW-CHW ASSOCIATION and its members, each Board member must act with integrity, both inside and outside of Board meetings, reflecting the DFW-CHW ASSOCIATION's standards for ethical behavior and maintaining professionalism.

### **FINANCIAL RESPONSIBILITY**

A Board member should read and understand the DFW-CHW ASSOCIATION's financial reports, committee reports, and other documents pertaining to the operations of the DFW-CHW ASSOCIATION. A Board member should actively engage in decisions relating to the allocation of resources and monitoring of financial performance.

### **CONFLICT OF INTEREST**

Each Board member must act in good faith and in the best interests of the DFW-CHW ASSOCIATION, above any personal interest or the interests of any partnering organization, or otherwise.

### **BOARD COMMITMENTS**

Each Board member must devote the time and resources reasonably necessary to fulfilling his/her commitments to Board activities.

1. A Board member should demonstrate due diligence in preparation for and attendance at Board meetings and other activities on behalf of the DFW-CHW ASSOCIATION.
2. A Board member should, to the best of his/her ability, be informed about the needs and opinions of the DFW-CHW ASSOCIATION membership, and should ask any questions necessary to be fully informed about the issues being addressed by the Board, before making decisions.
3. A Board member should give open and fair consideration to diverse and opposing viewpoints.
4. A Board member should exercise independent judgment, and should not hesitate to express dissenting opinions in an appropriate manner during Board deliberations.

### **RELATIONS AMONG BOARD MEMBERS**

Each Board member must foster an environment of respect, cooperation, and collegiality. A Board member must not unduly disrupt the Board from operating in an efficient and effective manner.

1. A Board member should treat other Board members with courtesy and allow other members of the Board to express their views.
2. A Board member should respect the differing opinions of others. Board members may disagree on issues, but disagreements should be directed at the issue; personal attacks, AND ACTS OF UNDERMINING are not acceptable.

### **CONFIDENTIALITY**

Board members must, balance considerations against their obligations to maintain the confidentiality of sensitive or proprietary information obtained as a result of Board service.



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### **PUBLIC STATEMENTS**

A Board member may not act in an official capacity or speak publicly on behalf of the DFW-CHW ASSOCIATION unless empowered to do so under the Bylaws or as specifically empowered by the Board.

1. A Board member who, by virtue of Board assignments or duties, is asked to or is expected to communicate about Board matters through an official DFW-CHW ASSOCIATION communication channel or forum (such as their assigned email (@dfwchw.org) account is authorized to speak for the Board in that capacity and for that purpose.
2. Except where so empowered or authorized, a Board member speaking publicly to DFW-CHW ASSOCIATION membership or in any other public forum must ensure that his/her statements are clearly identified as personal opinions and that he/she is not speaking on behalf of the DFW-CHW ASSOCIATION in any official capacity or expressing the views or positions of the DFW-CHW ASSOCIATION.

### **COMPLIANCE WITH CODE OF CONDUCT**

Board members are expected to use good faith efforts to comply with this Code. A board member who is unsure about the interpretation of a particular Standard of Conduct should consult with the President of the DFW-CHW ASSOCIATION. If a Board member is unable to carry out the responsibilities of his/her position or to conduct him/herself in a manner consistent with the Code, the Board member should consider voluntarily resigning his/her position on the Board. If said Board member cannot or will not voluntarily resign, the following may be implemented by unanimous vote by the Board:

- a. Removal from certain Board-related assignments and/or loss of certain Board duties or privileges.
- b. Removal from the Board entirely.