



# Bruce Trail CONSERVANCY

## **CODE OF CONDUCT FOR MEMBERS OF THE BOARD OF DIRECTORS AND MEMBERS OF BOARD COMMITTEES**

### **PURPOSE**

The members of the Board of Directors (Directors) of The Bruce Trail Conservancy (the BTC) and its Board Committees (Committees) serve voluntarily and the BTC acknowledges, and is grateful for, their significant contributions. The purpose of this Code of Conduct is to provide the Directors and Committee members with clear guidelines as to the standard of behaviour, responsibilities and the best practices in fulfilling their roles. The Board is a policy setting board and not an operational board. Day to day operations are the responsibility of the BTC's Management.

### **BENEFITS**

The Directors and Committee members are unpaid and must not receive any financial or other benefit as a result of their positions except for reimbursement for specifically authorized expenditures made by them on behalf of the BTC. Directors and Committee members must report to the Chair and the Chief Executive Officer any offer of gifts or hospitality in connection with their responsibilities.

### **INTEGRITY, HONESTY AND RESPECT**

Integrity, honesty and respect will be the hallmarks of all conduct of Directors and Committee members when dealing with fellow Directors and Committee members, BTC staff and all other stakeholders within or outside the BTC.

### **CONFIDENTIALITY**

Each Director and Committee member shall seek to maintain an atmosphere of openness in the Board and/or Committees while acknowledging the need for maintaining the confidentiality of all confidential information received in the course of serving on the Board or its Committees, including personal information from and about BTC members, staff, donors or landowners, and any other information that is otherwise sensitive. Directors and Committee members must maintain the confidentiality of such confidential information and personal information and must not disclose to or discuss with another person, or use for their own purposes, such information, unless the Board authorizes such disclosure.

### **SELFLESSNESS AND OBJECTIVITY**

When making recommendations and/or decisions, Directors and Committee members should consider only the merits of the issue and the best interests of the BTC, not their personal interests.

### **PREPARATION AND ATTENDANCE**

Directors and Committee members are expected to invest the amount of time required in carefully reviewing materials and preparing for meetings.

**CONSENSUS RESPONSIBILITY**

Once a decision has been made by the Board, all Directors must support that decision publicly and present a unified approach with regard to the issue in question.

**CONFLICT OF INTEREST**

If a Director or Committee member has private interests that could improperly conflict with or influence their decisions and/or recommendations in the performance of their duties as a Director or Committee member of the BTC, they must declare the conflict of interest at the earliest opportunity and absent themselves from the relevant meeting during discussion of, and voting on, that matter.

If in the course of fulfilling their duties, an opportunity for the BTC comes to the attention of a Director or Committee member, they must not take that opportunity for themselves.

**I confirm** that I have read this Code of Conduct and will abide by its terms.

**Date:** \_\_\_\_\_

**Signature of Director/Committee Member:** \_\_\_\_\_

**Print Name:** \_\_\_\_\_