Policy C5: Director's Code of Conduct

We commit ourselves to ethical, professional, and lawful conduct. (Compliance with the sub-policies will demonstrate compliance with the top-level policy). Comments (Optional):

2 responses

I agree

Yes

10 out of 10 participants have taken this survey.

C5.1) Every director is responsible at all times for acting in good faith, in a manner which they reasonably believe to be in the best interests of th... circumstances. With this sub-policy, is the Board:

10 responses

C5.1) Comments (optional):

0 responses

No responses yet for this question.

C5.2) Directors shall act in the interests of the entire Cooperative. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups, membership on other Boards or staffs, and the personal interest of any director acting as an individual consumer or member. a) Any conduct of private business or personal services between any director and the Cooperative shall be controlled to assure openness and preserve competitive opportunity. b) At a new director's first board meeting, they shall complete the "Conflict of Interest Disclosure" form, sign the Statement of Agreement, and verbally report to the whole board any potential conflicts. c) Any subsequent potential conflicts shall be reported to the whole board immediately. d) When the Board is to decide on an issue about which a director has an unavoidable conflict of interest, that director shall abstain from the conversation and the vote. e) A director who applies for a position that reports directly to the General Manager must first resign from the Board. With this sub-policy, is the Board:

10 responses

C5.2) Comments and/or Data:

0 responses

No responses yet for this question.

C5.3) Directors may not attempt to exercise individual authority over the organization when interacting with the GM or employees.

10 responses

C5.3) Comments and/or Data:

0 responses

No responses yet for this question.

C5.4) When interacting with the public, the press, or other entities, directors must recognize the inability of any director to speak for the Board except to repeat explicitly stated Board decisions.

10 responses

C5.4) Comments and/or Data:

0 responses

No responses yet for this question.

C5.5) Directors shall maintain confidentiality as to issues that come before the Board in Executive Session.

10 responses

C5.5) Comments and/or Data:

1 response

In the past year, I am not aware of any breaches of confidentiality.--Cheyne

C5.6) Directors shall continue to maintain confidentiality as to those issues after leaving Board service.

10 responses

C5.6) Comments and/or Data:

0 responses

No responses yet for this question.

C5.7) Directors shall participate fully in Board meetings and trainings.

10 responses

C5.7) Comments and/or Data:

3 responses

I feel that this is really a value judgement from me. The policy doesn't define "participate fully."

I realize this is a volunteer board but I don't think this is met in the spirit of "fully." - Mark

In between last time we monitored C5 and now, we had a significant period where I considered a couple directors as out of compliance with this subpolicy. Currently, I'd rate us as in compliance.--Cheyne

C5.8) Directors shall support the Board's decisions on all matters that come before it, irrespective of their personal positions on such issues.

10 responses

C5.8) Comments and/or Data:

1 response

This is a difficult one for me. Where is the line between continually advocating for a minority position that would mean changing course on a previous Board decision, and undermining (i.e. not supporting) a Board decision? I feel like, on the matter of expansion, we have been dealing with some significant divergence of opinion for a while, and I'm not positive whether this line hasn't been crossed.--Cheyne

C5.9) Any director who does not follow the code of conduct policy can be removed from the Board by a majority plus one vote of the seated Board.

10 responses

C5.9) Comments and/or Data:

0 responses

No responses yet for this question.