

## **CODE OF CONDUCT: NEIA BOARD MEMBER**

### **BOARD MEMBER COMMITMENT FORM**

As a member of the Board of the Newfoundland and Labrador Environmental Industry Association (NEIA), I acknowledge and commit that I will observe a high standard of conduct as I devote my best efforts, skills and resources in the interests of NEIA and its members. I will perform my duties as a Board member in such a manner that confidence in NEIA is enhanced and:

#### **I will:**

- Attend at least 70% of all Board meetings and flagship events (NewLEEF conference, AGM, Christmas Social, Let's Talk Exports, etc) by phone or in person.
- Review the agenda and supporting materials prior to Board and committee meetings.
- Serve on committees and take on special assignments as needed or requested, depending on capabilities and availability.
- Remain informed about the mission, services and policies of the Newfoundland and Labrador Environmental Industry Association (NEIA) and promote NEIA as agreed annually by the Board
- Provide support and advice but avoid interference in management activities.
- Propose nominees and participate in board recruitment.
- Ensure that my membership in NEIA remains in good standing.
- Conduct the business of NEIA in good faith and with honesty, integrity, due diligence and competence.
- Regularly participate in professional development activities and perform my assigned duties in a professional and timely manner pursuant to the Board's direction and oversight.
- Identify any intent to step down from the Board to the Executive Director at least 3 months in advance, if possible.
- Upon termination of my position as a member of the Board, promptly return all documents, electronic and hard files, reference materials and other property entrusted to me for the purpose of fulfilling my responsibilities as a member of the Board.
- Avoid conflicts of interest.
- Avoid partisanship as it relates to NEIA business versus member organization business.

#### **Code of Conduct:**

As a member of the Board of NEIA, I understand that I have duties of care and loyalty to the organization. I commit that I will uphold the following duties and do my utmost to ensure that NEIA performs its mission and achieves its goals. As a Board member I agree to:

- Always act in the betterment of NEIA and its membership, including in all participation in discussions and voting matters.
- Use every reasonable effort to monitor the activities of NEIA, to see that its mission is being accomplished, to guard its financial resources and to ensure that it acts in compliance with all relevant laws.
- Carry out the purposes of the organization and comply with its policies and codes.
- Act with honesty and integrity.
- Make decisions affecting NEIA based on full consideration of all relevant information and material and on the advice of professionals, where required.
- Exercise independent judgement when voting on all Board decisions.

- Support in a positive manner all actions taken by the Board even when I am in a minority position. I will respect the majority decisions of the Board while retaining the right to seek changes through ethical and constructive channels.
- Participate in strategic planning, self-evaluation and Board development workshops, seminars and other educational events that enhance my skills as a Board member.
- Keep confidential information confidential and not disclose any information acquired in my position as a member of the Board that is not already available to the public.
- Exercise my authority as a Board member only when acting in a meeting with the full Board or as I am delegated by the Board.
- Work in cooperation with and respect the opinions of my fellow Board members.
- Participate in Board meetings and deliberations in an unbiased manner.
- Represent NEIA in a positive and supportive manner at all times.
- Observe all meeting procedures and act in a courteous manner in all Board and committee meetings.
- Avoid placing my interest or the interest of a third party above that of NEIA or engage in any outside business, professional or other activities that would directly or indirectly adversely affect NEIA in a significant way.
- Not engage in any discriminatory or harassing behaviour toward NEIA staff, members, officers, Board members or others in the context of activities relating to NEIA.
- Avoid putting myself in a conflict of interest between my personal or professional life. This includes
  - making a decision motivated by considerations other than the best interests of NEIA;
  - using my position or information acquired in the course of Board or committee meetings or deliberations for personal advantage or for the advantage of my family, friends or professional associates; and
  - receiving gifts or loans from NEIA.

I will declare any conflict of interest, real, apparent or potential, which is not immediately obvious with regard to any matter being discussed in my presence during a meeting. If the Board decides at any time during a meeting that I am in a conflict of interest, I will accept their request that I refrain from participating in discussions on the matter and I will not participate in any vote on the matter.

- Avoid any impropriety or dishonesty in my dealings with NEIA. I will not knowingly take advantage of or benefit from information that is obtained in the course of my duties and responsibilities as a Board member.
- Fulfill all of NEIA's reporting obligations with honesty and good faith.
- Ensure that all decisions are implemented in accordance with the applicable Board resolution.
- Accurately present NEIA's programs and objectives to the public and to any requesting governmental authority.
- Resign as a Board member in the following instances:
  - where an activity might interfere with my responsibilities as a member of the Board;
  - where my personal prejudices or beliefs or professional obligations are inconsistent with NEIA's mission; and
  - Upon nomination for a political office since NEIA is a non-partisan organization who receives government funding.

**I have read and I accept NEIA's Code of Conduct for Board Members.**

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**Date**

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**Signature of Board Member**