



# **LA PINE SENIOR CITIZENS, INC LA PINE SENIOR ACTIVITY CENTER LLC BOARD OF DIRECTORS AND EXC DIRECTOR PROFESSIONAL CODE OF CONDUCT**

## **Article I. INTRODUCTION**

- Among La Pine Senior Citizens, INC aka La Pine Senior Activity Center (LPSAC) Core Values are concepts that speak to the conduct of all members, and the Board of Directors and the Executive Director must set the example of professional and personal conduct as they:
  - (a) Respect their colleagues.
  - (b) Commit to the highest standards of professionalism; and maintain the highest ethical standards.
- Members of the Board and Executive Director will at all times abide by and conform to the following professional code of conduct in their capacity as Board members.
- The provisions of this document do not excuse any Board Member or Executive Director from other restrictions of state or federal law regarding conflicts of interest.
- Any breach of this Code of Conduct will be reported to the Chairman. A Board-appointed committee will investigate, as appropriate, and report its findings and recommendations to the Board. It will then become a Board decision as to the outcome.

## **Article II. PERSONAL AND PROFESSIONAL RESPONSIBILITY**

- The Board of Directors and Executive Director dedicates themselves to leading by example in serving the needs of the LPSAC and its members.
- Board members and the Executive Director will not engage in conduct that would compromise, discredit or diminish the integrity of the Board or LPSAC.
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- Board members and the Executive Director will maintain high ethical and moral character, both professionally and personally, so that their behavior will reflect positively upon LPSAC.
- Board members and the Executive Director will maintain confidentiality about all matters.
- Board members and the Executive Director will avoid real or perceived conflicts of interest.
- Board members and the Executive Director will act with competence and will strive to maintain and enhance their competence and that of their fellow Board members.
- Board members and the Executive Director will use proper care and exercise independent professional judgment in the performance of their duties.
- Board members and the Executive Director will exercise due diligence to avoid breaches of duty via negligence, intentional action or omission, and unauthorized communications with individuals trying to influence by improper means or seeking to receive personal gains through Board decisions.
- Board members and the Executive Director will not participate in a breach of this Code of Conduct by another member, contribute to the concealment of such breach, or knowingly or negligently allow such breach to occur.

### **Article III. COLLEAGUE / MEETING STANDARDS**

- Board members and the Executive Director will strive to establish sound working relationships with each other. • Board members will be respectful of each other and will not utilize Board meetings to upstage or embarrass colleagues.
- Board members and the Executive Director will respectfully consider the opinions of others during deliberations, strive for integration of viewpoints or consensus building in decision-making, and will respect the corporate judgment of the Board in regards to its decisions.

### **Article IV. INFORMATION STANDARDS**

- Except as the Board of Directors may otherwise require or as otherwise be required by law, no Board members or the Executive Director will disclose any confidential information related to the affairs of LPSAC; and each member of the Board will uphold the strict confidentiality of all meetings and other deliberations and communications of the Board of Directors. This duty of confidentiality extends beyond the term of office.
- No member of the Board Directors or the Executive Director will use any information provided by LPSAC or acquired as a consequence of the Board member's service to LPSAC in any manner other than in furtherance of his or her Board duties. Further, no member of the Board of Directors or Executive Director will misuse LPSAC property or resources and will at all times keep LPSAC's property secure and not allow any person not authorized by the Board of Directors or Executive Director to have or use such property.

## **Article V. PUBLIC/ MEDIA STANDARDS**

- Board members and the Executive Director will strive to maintain good relations with the public, alliances and sister organizations; however, they will recognize their limitations to speak for the Board.
- Board members and the Executive Director will provide full and fair disclosure in public communications.