



KEAFCS CODE OF CONDUCT FOR BOARD MEMBERS

WHEREAS, the Kentucky Extension Association of Family & Consumer Sciences (KEAFCS) Board has the authority and responsibility to make decisions for the benefit of the entire tax exempt organization, and WHEREAS, KEAFCS wishes to ensure that it and its individual BOARD Members maintain a high standard of ethical conduct in the performance of the organization's business, and to ensure that the BOARD Members maintain confidence in and respect for the entire KEAFCS, NOW, THEREFORE, BE IT RESOLVED THAT the KEAFCS hereby adopts the following rules of conduct, standards of behavior, ethical rules, and enforcement procedures that are applicable to all members of the BOARD:

1. BOARD Members shall act in the best interests of the organization as a whole. BOARD Members have a fiduciary responsibility to serve for the benefit of the entire organization, and shall, at all times, strive to do what is best for the organization as a whole. BOARD Members shall not use their positions as such for private gain, for example:

- No BOARD Member shall solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or any other thing of monetary value from a person who is seeking a contractual or other business or financial relationship with the organization.
- No BOARD Member shall seek preferential treatment by the BOARD, any of its committees, or any contractors or suppliers.
- No BOARD Member shall accept a gift or favor made with the intent of influencing a decision or action on any official matter.
- No BOARD Member shall receive any compensation from the organization for serving on the BOARD.
- No BOARD Member shall willingly misrepresent facts to advance a personal cause or influence the BOARD to advance a personal cause.
- No BOARD Member shall use his/her position to enhance his/her financial status through the

use of certain contractors or suppliers. The above list of examples is offered for illustration purposes only, and is not intended to be exclusive.

- No BOARD Member shall use his/her position to advance personal interests, or the interests of related third parties. These self-interests need not be financial, but may be such interests as enhancing prestige and professional reputation of oneself.

2. BOARD Members shall comply with governing documents and relevant law. BOARD Members shall use their best efforts at all times to make reasonable decisions that are consistent with the Articles of Incorporation, Bylaws, and other governing documents of the organization, and to be familiar with all such documents. BOARD Members shall likewise comply with and make decisions that are consistent with all applicable laws, including, but not limited to, refraining from discriminating against any person on the basis of race, color, religion, national origin, gender, family status, or mental or physical disability.

3. BOARD Members shall set high standards for themselves as members. BOARD Members shall hold themselves to the highest standards as members of the organization, and shall in all ways comply with the provisions of the governing documents.

4. BOARD Members shall work within the organization's framework and refrain from unilateral action. BOARD Members shall at all times work within the organizational framework and abide by the system of management established by the governing documents and the BOARD. The BOARD shall conduct business in accordance with state law and the governing documents, and shall act upon decisions duly made, and no BOARD Member shall act unilaterally or contrary to such decisions. Toward that end, no BOARD Member shall seek to implement any policy, contract, or take any action that has not been duly approved by the BOARD, nor promise anything not approved by the BOARD to any person or entity.

5. BOARD Members shall behave professionally at meetings. BOARD Members shall conduct themselves in a professional and businesslike manner at all meetings, including BOARD meetings and committee meetings, and at any time when acting as a representative of KEAFCS. Personal attacks against other BOARD Members, volunteers, vendors, management, employees, or guests are not consistent with the best interests of the organization and will not be tolerated. Language at meetings shall be kept professional. Though differences of opinion are inevitable, they must be expressed in a professional and businesslike manner.

6. BOARD Members shall maintain confidentiality when appropriate. BOARD Members shall at all times maintain the confidentiality of all legal, contractual, personnel, and management matters involving the organization. BOARD Members shall also maintain the confidentiality of the personal lives of other BOARD Members and all members.

7. BOARD Members shall disclose conflicts of interests. BOARD Members shall immediately disclose to the BOARD any perceived or potential conflict of interest regarding any aspect of the business operations of the organization consistent with the Conflict of Interest Policy adopted by the BOARD.

8. BOARD Members shall refrain from defaming anyone. BOARD Members shall not engage in defamation, by any means, of any other BOARD Member or member. The organization shall deem any BOARD Member who engages in defamation to be acting outside the scope of his authority as a BOARD Member.

9. BOARD Members shall refrain from harassment. BOARD Members shall not in any way harass, threaten, or otherwise attempt to intimidate any other BOARD Member, volunteer, or guest. The organization shall deem any BOARD Member who harasses, threatens, or otherwise attempts to intimidate other BOARD Members, volunteers or guests to be acting outside the scope of his/her authority as a BOARD Member.

10. BOARD Members shall refrain from interfering with contractors. No BOARD Member shall interfere with the duties of any contractor, vendor, or others working under the direction of the board. All communications with contractors, vendors, or others must go through one designated BOARD Member, or must otherwise be in accordance with BOARD policy.

11. Violation of Code. Alleged violations of the Code of Conduct shall be brought to the Board President to address with the Executive Board, which shall be comprised of designated President, President Elect Vice President Professional Development, Vice President Public Affairs, Vice President Member Resources, Vice President Awards and Recognition, Secretary and Treasurer. Should the accused be a member of the Executive Board, the remaining members of the Board will address the allegations. If the Executive Board, after presenting information to the accused and allowing him/her an opportunity to respond, determines that a Violation has indeed occurred, it may recommend to the Board removal of the offending BOARD Member.

12. No Retaliation. Threats or acts of retaliation against individuals who report inappropriate conduct pursuant to this Code of Conduct or provide information in connection with a report by another individual will not be tolerated. In the event you believe that you have been retaliated against for such action, you should use the above procedures to report the pertinent facts promptly. KEAFCS will investigate and take appropriate action in the manner described above.

13. Investigation. KEAFCS Executive Board will promptly and impartially investigate the facts and circumstances of any claim of inappropriate conduct or harassment or other violations under this Code of Conduct. KEAFCS Executive Board will make every effort to keep the reporting individual's concerns confidential and will not deliberately share personal information, other than as necessary to carry out the purpose of investigation. While complete confidentiality cannot be guaranteed, KEAFCS will keep the investigation and its findings as confidential as possible under the circumstances.

Upon completion of the investigation, KEAFCS will take appropriate corrective measures against any BOARD Member who has engaged in conduct prohibited by this Code of Conduct, if the KEAFCS Executive Board determines such measures are necessary. Such remedial action will follow Section 11 above.

Accepted By:

BOARD Member Name

Date