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### **31. Appendix B: BOARD AND COMMITTEE MEMBERS**

Directors, officers, and committee members shall:

- a) Be responsible first and foremost to the welfare of their Organization and function primarily as a member of the board or committee, not as a member of any particular constituency or relationship.
- b) Conduct themselves openly, professionally, lawfully and in good faith in a way that is aligned with and reinforces the Organization's values and ethical standards.
- c) Exercise due diligence in holding their fiduciary responsibility.
- d) Comply at all times with the Discrimination, Harassment, and Maltreatment Policy and refrain from acting in a manner that is discriminatory, harassing, or maltreating any Individual.
- e) Promote an appropriate culture that emphasizes the fair handling of conflicts of interest and comply with the Conflict of Interest Policy.
- f) Ensure that all directors, officers, and committee members are given sufficient opportunity to express opinions and that all opinions are given due consideration and weight.
- g) Respect the decisions of the majority and resign if unable to do so.
- h) Commit the time to attend meetings and to be diligent in their preparation for and participation in discussions.
- i) Have a thorough knowledge and understanding of the Organization's governing by-laws, policies, and rules.
- j) Promote a culture that values complaints and their effective resolution.
- k) Align themselves with and follow the Rule of Two and BCAS Rule of Two Policy, and hold all other members accountable to the same standards.
- l) Comply with all other applicable Organizations' Policies.