

<p>Washtenaw County Community Mental Health</p>	<p><i>Policy and Procedure</i></p> <p><i>Board Members Code of Conduct</i></p>
<p>Author: WCCMH Board of Directors Approval Date: 10-1-2015 Approved By: WCCMH Board</p>	<p data-bbox="732 436 1224 472" style="text-align: center;"><i>Policy Type: Governance Process</i></p> <p data-bbox="1170 499 1341 527" style="text-align: right;">Number 01-006</p> <p data-bbox="1198 533 1341 560" style="text-align: right;">Page: 1 of 2</p>

The Board commits itself and its members to ethical and professional conduct. This includes proper use of authority when acting as Board members.

1. All Board members will be expected to sign and vow to abide by the Board Code of Ethics (Appendix A).
2. Members must represent the interests of the people of Washtenaw County. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards or staffs. This accountability also supersedes the personal interest of any Board member acting as a consumer of the organization's services, as well as the interests of the appointing entities.
3. Members must avoid conflict of interest with respect to their fiduciary responsibility.
4. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
 - A. Members' interaction with the Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly Board-authorized.
 - B. Members' interaction with public, press or other entities must recognize the same limitation and the inability of any Board member to speak for the Board.
 - C. Members will give no consequence or voice to individual judgments of Executive Director or staff performance.
5. Members will respect the confidentiality appropriate to issues of a sensitive nature.
6. In the case that a Board member is suspected of misconduct, the issue should initially be addressed by the Board Chair. If the Board Chair is the subject of the issue, then the issue shall be addressed by the Vice Chair. The Chair or Vice

Chair will be expected to address the issue with the individual within 30 days, and/or set up a sub-committee to address the issue further. In the extreme case that gross misconduct is substantiated and cannot justifiably be addressed by the Chair, Vice Chair, and/or subcommittee, it will be reported to the accused's appointing entity by the Board Chair or Vice Chair.

**Appendix A: Washtenaw County Community Mental Health
Board of Directors Code of Ethics**

As a Board member of Washtenaw County Community Mental Health (WCCMH), I acknowledge and commit that I will observe a high standard of ethics and conduct. I devote my best efforts, loyalty, skills and resources in the interest of the people of Washtenaw County. I will perform my duties as a Board member in such a manner that constituents' confidence and trust in the integrity, objectivity, and impartiality of the WCCMH are conserved and enhanced.

- I will hold the betterment of the WCCMH as a priority, during discussions, decisions and voting matters.
- I am obligated to act in a manner which will bear public scrutiny.
- I will contribute suggestions of ways to improve the organization's policies, standards, practices and ethics.
- I will not abuse my position as a Board Member by expecting special treatment beyond any other's utilizing the organization's services, and I will not exercise individual authority over my fellow Board members or staff.
- I will declare any conflict of interest with regard to matters being discussed in my presence during a meeting.
- If the Board is to decide upon an issue, about which I have an unavoidable conflict of interest, I shall identify the conflict, recuse myself from the discussion of the matter and shall abstain from voting on the matter.
- I will protect the organization's information and will not release or share confidential information without consensus of the Board Members/Directors.
- I will exercise fiscal responsibility to protect and manage the assets of the organization.
- As a Board member, I may represent the organization to other organizations, government officials, business representatives and the general public. I recognize that it is important to represent the organization in such a way as to enhance the organization's credibility and trust. I will avoid any behavior that might damage its image.
- The Board of Directors is responsible for interpretation, application and enforcement of this Code of Ethics Policy.

I have read and accept the WCCMH Code of Ethics for Board Members.

Board Member Name (typed or printed) Board Member Name (signature)

Date