



DEEP RIVER GOLF CLUB (1972) INC.

Policy no: OP-016	Policy Adopted by:	Board of Directors
Policy Name: Board Code of Conduct	Policy Original Issue Date	2022-09-14
	Policy Review/Revised Date	Review: Revised: 2023-09-22

PURPOSE

The DRGC Board is committed to ethical and businesslike conduct in its operations, and promotes freedom of expression and open communication. This includes proper use of authority and appropriate conduct when at the Club, or when acting on behalf of the Club.

This policy is intended to clarify responsibilities in order to avoid issues and to foster a well-organized, respectful, and collaborative environment.

SCOPE

This Code of Conduct applies to DRGC Board members while on DRGC premises or while engaged in activities on behalf of the Club.

Board members are required to be familiar with this Code of Conduct, to uphold it in all Club-related activities, and to act as an example of appropriate conduct.

CONFIDENTIALITY

Board members will adopt a respectful attitude of reserve and restraint in the public expressions of their opinions.

Board members will maintain the highest standards of confidentiality regarding information obtained directly or indirectly through their involvement with the Club. This includes information about Board members, Club members, volunteers, donors, affiliated organizations, partners, employees, guests, contractors and job applicants.

Board members will avoid inadvertent disclosure of confidential information through casual or public discussion.

At the end of his or her term, Board members should maintain prudent and discrete attitudes towards the Club and maintain confidentiality of information obtained during their tenure on the Board.

CONFLICT OF INTEREST

Board members will act in the best interests of the Club and avoid situations where their personal interests or relationships interfere with acting in good faith on behalf of the organization.

‘Conflict of Interest’ means any situation in which a Director has a personal or financial interest in a matter which is the subject of an action or decision by the Board that may reasonably be perceived to:

- 1) affect the objectivity with which the Director is expected to exercise in carrying out their responsibilities and duties; and/or
- 2) represent an advantage or gain to the Director and/or other persons with whom the Director is not dealing at arm's length.

Any Board member who identifies a real or apparent conflict of interest in a matter under discussion will raise the potential conflict as soon as it is apparent. That Board member will recuse themselves from discussions and decisions about the matter.

USE OF AUTHORITY

Board members and staff will conduct the Club’s business in accordance with applicable legislation, and comply with the policies and by-laws of the organization as they relate to their position. Board members and staff should make every effort to recognize the limits to the authority they have and not overstep into the authority of others.

SIGNING AUTHORITY

The Board of the DRGC cannot have, at any time, two bank account signatories that are connected by blood relationship, marriage or common-law partnership.

REPRESENTING THE CLUB

Outside of the boardroom, the Board will speak with one voice. Any differences of opinion will be settled through discussion and voting by the entire board according to the applicable Bylaws.

TREATMENT OF OTHERS

Board members will comply with applicable human rights legislation and will not discriminate by reason of race, religious belief, colour, gender, mental or physical disability, marital status, ancestry, age, place of origin, family status, source of income, or sexual orientation.

Harassment, interpreted as unwelcome conduct, comment, gesture, contact, or intimidating and offensive behavior likely to cause offense or humiliation, will not be tolerated.

VIOLATION OF THIS CODE

DRGC may take disciplinary action against anyone who fails to follow this code of conduct. Disciplinary actions will vary depending on the violation.

The President or delegate will ordinarily raise any relevant matter at the next scheduled Board meeting for consideration. For potentially serious or time-sensitive matters (in the opinion of the President or delegate), a special in-camera Board meeting may be called to consider the matter.

Consequences of Code violations will be imposed by the Board. Ordinarily, first-time violations of the Code will result in a warning. Other constructive measures, for example training, may also be imposed. Repeated violations may result in a formal reprimand or removal from the Board.

Serious Code violations that result or might result (in the opinion of the Board) in personal injury, legal action, or criminal violations may result in an immediate formal reprimand or removal from the Board.

Other than the results of minor first-time violations that do not result in action, communications on decisions and consequences on violations will be made in writing by the President or delegate to those affected. Summary information (possibly made anonymous for legal reasons) will be attached to the minutes of relevant Board meetings.