

## **BOARD MEMBER CODE OF CONDUCT AND ETHICS**

Board members must represent loyalty free of conflict to the interests of the members. This accountability supersedes any conflicting loyalty such as 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 an individual consumer of the organization's services. Board members must also avoid any conflict of interest with respect to their fiduciary responsibility. Accordingly:

- 1. There must be no direct or indirect self-dealing or any conduct of private business or personal services between any Board member and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to "inside" information.
- 2. Board members must not use their positions to obtain for themselves, family members or close associates, employment within the organization.
- 3. Should a Board member be considered for employment, s/he must withdraw from Board deliberation, voting and access to applicable Board information. Should a Board member obtain employment with the organization, s/he shall immediately resign their position on the Board.
- 4. A Board member must identify a conflict and recuse him/herself from any issues for which a conflict of interest is perceived or identified.
- 5. Board members must not attempt to exercise individual authority over the organization (President and staff members) except as explicitly set forth in Board policies.
- 6. Board members' interaction with the President or with staff must recognize the lack of authority of the individual Board member or group of Board members when dealing with the President or staff except as noted above.
- 7. When a Board member is delegated to act on behalf of the Board, their interaction with the public, media or other entities must only reflect that which is consistent with and set forth in Board policies.
- 8. Board members will make no judgments of President or staff performance except as that performance is assessed against explicit Board policies by the official process.
- 9. Board members are to treat information deemed by ACEC to be confidential as such.
- 10. Board members will be required to sign a copy of the Board Member Code of Conduct and Ethics acknowledging that it has been reviewed and understood and that they will be asked to declare the same at the beginning of each meeting.

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Member Organizations Organizations membres

Association des firmes de génie-conseil – Québec

Association of Consulting Engineering Companies – British Columbia

Association of Consulting Engineering Companies – Manitoba

Association of Consulting Engineering Companies – New Brunswick

Association of
Consulting Engineering
Companies –
Northwest Territories

Association of Consulting Engineering Companies – Newfoundland and Labrador

Association of Consulting Engineering Companies – Prince Edward Island

Association of Consulting Engineering Companies – Saskatchewan

Association of Consulting Engineering Companies – Yukon

Consulting Engineers of Alberta

Consulting Engineers of Nova Scotia

Consulting Engineers of Ontario



Membre de la FIDIC member