

Board of Directors Code of Conduct

The Global Ties U.S. Board of Directors is committed to uplifting the following values as we carry out our work together, ensuring a board culture that is:

- **Mission Driven:** All board members believe their input positively impacts our mission and is meaningful to them as individuals.
- **Transparent:** All board members strive to be constructively transparent, sharing information whenever it is appropriate in committee meetings, full board meetings, and through other communications.
- **Collaborative:** All board members strive to find ways to collaborate with their peers to fulfill the mission.
- **Accountable:** All board members take ownership and responsibility for their actions.
- **Respectful:** All board members are respectful of all backgrounds, skill sets, ideas, and views and are encouraged to voice their opinions, ask judgement free questions, and offer input.
- **Supportive:** All board members strive to contribute to a supportive governance environment, where all ideas and comments are heard and considered.

In that spirit, the Board of Directors is committed to teamwork and effective decision-making. Towards this goal, board members will:

- Keep the responsibilities of fiduciary stewardship in mind during all deliberations. These duties include:
 - Duty of Care: Take care of the organization by ensuring prudent use of all assets, including facility, people, and good will;
 - Duty of Loyalty: Ensure that the organization's activities and transactions are, first and foremost, advancing its mission and make decisions that are in the best interest of the organization; *not in the best interest of the individual board member*;
 - Duty of Obedience: Ensure that the organization obeys applicable laws and regulations; follows its own bylaws; and that the organization adheres to its stated corporate purposes/mission.
- Endeavour to represent the broader interests of members and stakeholders.

- Keep the best interests of Global Ties U.S. at the forefront, and avoid trying to serve as a representative of their own organizations.
- Seek to balance their contribution as both an advisor and learner.
- Be honest with others and true to themselves.
- Refrain from trying to influence other board members outside of board meetings that might have the effect of creating factions and limiting free and open discussions.
- Be willing to be a dissenting voice, endeavor to build on other director's ideas, offer alternative points of view as options to be considered, and invite others to do so too.
- On important issues, be balanced in one's effort to understand other board members and to make oneself understood.
- Once a board decision is made, support the decision even if one's own view is a minority one.
- Not disclose or discuss differences of opinion on the board with those who are not on the board. The board should communicate externally with "one voice".
- Respect the confidentiality of information on sensitive issues, especially in personnel matters.
- Be an advocate for the organization and its mission wherever and whenever the opportunity arises in their own personal and professional networks.
- Disclose one's involvement with other organizations, businesses or individuals where such a relationship might be viewed as a conflict of interest (see Global Ties U.S. Conflict of Interest Policy).
- Refrain from giving direction, as an individual board member, to the President and CEO or any member of staff.
- Refrain from investigating or discussing the President and CEO's performance with staff members or stakeholders without board authorization.