

# Proposed Amendments to Forest Park Civic Association Constitution

## September 2024

### BYLAW XX CODE OF CONDUCT FOR OFFICERS, COMMITTEE CHAIRS, AND AREA REPRESENTATIVES

The Forest Park Civic Association (FPCA) has adopted the following Code of Conduct that all members in leadership positions (Board members, Chairpersons, or Area Representatives) agree to adhere to.

#### 1.) Prohibition Against Private Inurement and Procedures for Managing Conflicts of Interest

No member in a leadership position shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a member with the Forest Park Civic Association. Members shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the FPCA. Nevertheless, conflicts may arise from time to time.

- a) When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of the Forest Park Civic Association and one's personal interests, the member has a duty to immediately disclose the conflict of interest so that the rest of the membership's decision making will be informed about the conflict.
- b) It is every member's obligation, in accordance with this policy, to ensure that decisions made by the Association reflect independent thinking. Consequently, in the event that any member receives compensation from Forest Park Civic Association such compensation will be determined by and approved by the full Board of Trustees in advance.
- c) Any conflicts of interest, including, but not limited to financial interests, on the part of any member, shall be disclosed to the Board of Trustees when the matter that reflects a conflict of interest becomes a matter of Association action, and through an annual procedure for all members to disclose conflicts of interest.
- d) Any member having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.
- e) All conflicts disclosed to the Board of Trustees will be made a matter of record in the minutes of the meeting in which the disclosure was made, which shall also note that the member with a conflict abstained from the vote [and was not present for any discussion, as applicable] and was not included in the count for the quorum for that meeting.
- f) Any new member will be advised of this policy during orientation and all members will be reminded of the Code of Conduct and of the procedures for disclosure of conflicts and for managing conflicts on a regular basis, at least once a year.
- g) This policy shall also apply to any member's immediate family or any person acting on his or her behalf.

#### 2. Prohibition Against Sexual Harassment

The Forest Park Civic Association strives to maintain an environment that is free from illegal discrimination and harassment. While all forms of harassment are prohibited, it is the organization's policy to emphasize that sexual harassment is specifically prohibited. Any member who engages in discriminatory or harassing conduct towards any individual is subject to removal from their position. Complaints alleging misconduct on the part of members in leadership positions will be investigated promptly and as confidentially as possible by a task force of the Association appointed by the Executive Board.

### 3. Confidentiality

Members are reminded that confidential financial, personnel and other matters concerning the organization, donors, staff or clients/consumers may be included in Association materials or discussed from time to time. Members should not disclose such confidential information to anyone.

### 4. Active Participation

Members in leadership positions are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes:

- Making attendance at all meetings of the Association a high priority.
- Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.
- Cooperating with and respecting the opinions of fellow Association members, and leaving personal prejudices out of all Association discussions, as well as supporting actions of the Association even when the member personally did not support the action taken.
- Putting the interests of the organization above personal interests.
- Representing the organization in a positive and supportive manner at all times and in all places.
- Showing respect and courteous conduct in all Association and committee meetings.
- Refraining from intruding on administrative issues that are outside the scope of the elected role, except to monitor the results and ensure that procedures are consistent with FPCA policy.
- Observing established lines of communication and directing requests for information or assistance to the Executive Board.