

**NEW – CODE OF ETHICS FOR THE BOARD**

Presented to the Board by Mike Esch are two motions with seconds from Ed Degner and Isabel Ososki. These two documents are up for vote – please see the ballot.

**MOTIONS**

I would like to make two motions:

1) I make a motion to accept the CCA Board of Directors - Code of Ethics as attached and to require all current Board members to sign immediately as well as future Board members to sign within seven days after the annual meeting where they have been voted into office. All signed copies are to be sent to and retained by the CCA Secretary.

2) I make a motion to accept the CCA Board of Directors - Confidentiality Agreement as attached and to require all current Board members to sign immediately as well as future Board members to sign within seven days after the annual meeting where they have been voted into office. All signed copies are to be sent to and retained by the CCA Secretary.

Below are the two forms to be signed by each member of the Board regarding a Code of Ethics and a Confidentiality Contract for each incoming director and officer to sign.

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**Collie Club of America - Board of Directors**

**CODE OF ETHICS**

Members of the Board of Directors for the Collie Club of America “Club” serve in leadership positions and therefore, are held at a higher standard than other Club members. By signing this Code of Ethics, I affirm my commitment to honest and ethical Board service.

As a member of the Board of Directors for the Collie Club of America, I will –

- Adhere to the Club’s By-Laws and act within the boundaries of its authority as defined by New York State law and those By-Laws.
- Strive at all times to discharge my duties and serve the interests of the Club as a whole regardless of my personal interests.
- Use sound judgement to make the best possible business decisions for the Club taking into consideration all available information, circumstances, and resources.
- Immediately disclose to other Board members any conflict of interest as soon as I become aware of the potential conflict.
- Treat other Directors and members of the Club with respect at all times and refrain from making personal attacks on anyone.
- Speak with one voice, supporting all duly adopted Board decisions.
- Continue to remain as a Club member in good standing for the duration of my term.

As a member of the Board of Directors of the Collie Club of America, I will not –

- Reveal to any Club member or any person outside the Club the discussions, decisions and comments made at any meeting of the Board properly closed or held in executive session.
- Use my position or decision-making authority for personal gain or to seek an advantage over another Club member.
- Divulge personal information about any Club member that was obtained in the performance of Board duties.
- Misrepresent known facts in any issue involving Club business.

As a Board member, I have read the Board of Director Code of Conduct presented above. I agree to abide by the requirements of the policy and to inform the Board President immediately if I believe any violation (unintentional or otherwise) of the policy has occurred.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

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**Collie Club of America - Board of Directors**  
**CONFIDENTIALITY AGREEMENT**

Confidentiality is the preservation of privileged information. Board of Director members are cautioned to demonstrate professionalism, good judgement, and care at all times in handling any information related to the Collie Club of America “Club” to avoid unauthorized or improper disclosures of confidential information.

While Board members are expected and encouraged to discuss the Club with one another and members, they shall not report opinions expressed in meetings, nor shall they engage in any communication that has not been approved by the Board President or that would not be supported by Board policy, procedures or decisions.

Therefore, the undersigned hereby acknowledges and agrees with the following:

- Any document or form created by conducting Club business is considered proprietary and all information contained therein shall be considered private and will not be discussed, duplicated, published or released in any format unless originally intended or instructed to be disclosed or published.
- All information discussed or reviewed in a closed Executive Session meeting shall be interpreted as confidential and will not be discussed or released to anyone not in attendance at that meeting.

- Any Club information, personal comments or any member personal data collected by the Club will be considered private information and will not be discussed or released in any manner unless through an approved venue.

I agree with and will abide by all provisions of this Confidentiality Agreement. I understand and agree that failure to abide with any and all provisions listed herein may result in immediate loss of access to information and potential legal actions by the Club.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_