



MARCH 2025 MEETING

BOARD OF DIRECTORS

Thursday, March 27, 2025

Addendum B

Contents:

<i>1) Proposed Board Member Ethical Standards and Code of Conduct.....</i>	<i>1</i>
<i>2) Current Code of Ethics</i>	<i>4</i>

COMMUNITY ACTION PROMISE

Community Action changes people’s lives, embodies the spirit of hope, improves communities, and makes America a better place to live. We care about the entire community, and we are dedicated to helping people help themselves and each other.

Helping People Changing Lives



Mid-Willamette Valley Community Action Agency Board Member Ethical Standards and Code of Conduct

Ethical Standards for Board Members:

The ethical standards of our agency are grounded in a deep commitment to respecting the dignity, rights, and worth of every individual. The Agency expects all Board members to engage in ethical practices in their roles, both within the agency and in their interactions with the people we serve. The principles outlined below are intended to guide Board members in making sound ethical decisions when working with agency staff, clients, and stakeholders.

This list is not exhaustive, but provides key points for consideration:

- **(A) Professional Conduct:** Board members must uphold a high standard of professionalism in their interactions with staff and clients, ensuring that boundaries are maintained at all times. Agency policies may further define appropriate boundaries when interacting with the populations we serve.
- **(B) Avoiding Exploitation:** Board members must be mindful of their influential position within the agency and must never exploit their authority or the trust placed in them for personal gain. This includes refraining from using their position for recognition, favors, financial gain, or personal relationships.
- **(C) Maintaining Appropriate Boundaries:** Board members must avoid forming personal relationships with staff, and clients or former clients that could lead to any harm—whether physical, emotional, psychological, financial, or social—or that could interfere with professional decision-making. This includes avoiding relationships that might result in personal dependencies or conflicts of interest, such as romantic, caregiving, or parental relationships. Should a staff member or client exhibit inappropriate behavior towards a Board member (e.g., overly familiar, hostile, or dependent), the Board member should immediately consult with the agency's leadership for guidance.
- **(D) Professional Settings for Interaction:** Board members should ensure that any interactions with clients or staff, remain professional and appropriate for their role. All interactions, both in and outside the workplace, should reflect the agency's values and standards.



Code of Conduct for Board Members:

The agency expects Board Members to uphold the highest standards of professionalism and integrity in their roles. This Code of Conduct outlines the expectations and responsibilities for all Board members to ensure effective collaboration, decision-making, and accountability in support of the agency's mission and the community we serve. By following these principles, Board Members contribute to the agency's success and ensure it operates in the best interests of all stakeholders.

As a member of the Community Action Agency Board, I will:

- **Listen and Respect:** Listen carefully to fellow Board members, staff, and those served by the Agency. Respect the opinions of others and support diverse perspectives that contribute to the success of the agency.
- **Respect Majority Decisions:** While valuing diverse viewpoints, support the majority decisions of the Board, recognizing that collective decision-making is essential for the agency's success.
- **Uphold Board Authority:** Recognize that all authority is vested in the Board when it meets in legal session, not with individual Board members. Act within the bounds of this authority, ensuring decisions are made in accordance with the agency's mission and bylaws.
- **Stay Informed:** Stay well-informed of developments relevant to issues that may come before the Board, ensuring the ability to make thoughtful, informed decisions.
- **Actively Participate:** Participate actively in Board meetings and other actions, contributing to discussions, decisions, and the overall success of the agency.
- **Raise Concerns:** Call attention to any issues that may adversely affect the Community Action Agency or the people served, bringing concerns to the Board as necessary.
- **Bridge Communication:** Strive to interpret the needs of the constituents to the Community Action Agency and, in turn, communicate the actions of the Agency back to the community.
- **Follow Chain of Command:** Refer any complaints or concerns from constituents or staff to the appropriate level in the chain of command, ensuring that the proper processes are followed.
- **Ensure Effective Management:** Recognize that the role is to ensure that the Community Action Agency is well-managed, rather than directly managing the Agency. Work with the Board to support strong, effective leadership.
- **Support Strong Leadership:** Support the hiring of the best possible person to manage the Community Action Agency, recognizing the importance of competent leadership in fulfilling the agency's mission.
- **Represent All Constituents:** Represent the interests of all constituents served by the Community Action Agency, not just specific geographic areas or special interest groups.
- **Act as a Trustee:** Act as a trustee of the Community Action Agency, ensuring the Agency is well-maintained, financially secure, and growing, always acting in the best interests of the constituents served.



- **Commit to Learning:** Continue to educate oneself about the responsibilities as a Board member and strive to improve the ability to serve the agency effectively.
- **Declare Conflicts of Interest:** Declare any conflicts of interest between personal life and position on the Board, refraining from voting on any issues where such conflicts may arise.

As a member of the Community Action Agency Board, I will not...

- **Criticize Fellow Board Members:** Do not criticize other Board members or their opinions, either in or outside of Board meetings.
- **Use Agency for Personal Gain:** Do not use the Community Action Agency or any part of it for personal advantage, or for the advantage of family, friends, or associates.
- **Breach Confidentiality:** Do not discuss the confidential proceedings of the Board outside of meetings, respecting the privacy of Board discussions.
- **Pre-Determine Votes:** Do not promise in advance how to vote on any issue, recognizing that decisions should be made based on thoughtful discussion during the meeting.
- **Undermine Agency Leadership:** Do not interfere with the duties of the Executive Director or undermine their authority, recognizing their responsibility in leading the agency.

Attendance Policy:

All voting members are required to RSVP and attend scheduled Board meetings. Board members must attend at least 70% of Regular Meetings, as outlined by the agency's By-laws, to remain in good standing. Additionally, Board members are required to attend the annual Board election meeting. If a Class I (Elected Officer) member is unable to fulfill this obligation, they may assign a designee to attend in their place, provided the designee has completed the required agency paperwork, and has been approved by the board, prior to the meeting.

Board Member Printed Name

Board Member Signature

Date

Revised 3/21/2025



Code of Ethics

As a member of the Community Action Agency Board, I will...

- Listen carefully to my teammates, and those served by Community Action.
- Respect the opinion of other Board members.
- Respect and support the majority decisions of the Board.
- Recognize that all authority is vested in the Board when it meets in legal session and not with individual Board members.
- Keep well-informed of developments that are relevant to issues that may come before the Board.
- Participate actively in Board meetings and actions.
- Call to the attention of the Board any issues that I believe will have an adverse effect on Community Action Agency or those we serve.
- Attempt to interpret the needs of constituents to Community Action Agency and interpret the action of Community Action Agency to its constituents.
- Refer constituent or staff complaints to the proper level on the chain of command.
- Recognize that the Board member's job is to ensure that Community Action Agency is well managed, not to manage Community Action Agency.
- Vote to hire the best possible person to manage Community Action Agency.
- Represent all constituents of Community Action Agency and not a particular geographic area or special interest group.
- Consider myself a "trustee" of Community Action Agency and do my best to ensure that Community Action Agency is well maintained, financially secure, growing and always operating in the best interests of constituents.
- Always work to learn more about the Board member's job and how to do it better.
- Declare any conflict of interests between my personal life and my position on the Community Action Agency Board, and avoid voting on issues that appear to be a conflict of interest.

As a member of the Community Action Agency Board, I will not...

- Be critical, in or outside of the Board meeting, of other Board members or their opinions.
- Use Community Action Agency or any part of Community Action Agency for my personal advantage or the personal advantage of my friends or relatives.
- Discuss the confidential proceedings of the Board outside the Board meeting.
- Promise prior to a meeting how I will vote on any issue in the meeting.
- Interfere with duties of the Executive or undermine the Executive's authority.

Board Member Printed Name

Board Member Signature

Format Revised 12/14/2021

Date