All Board members are expected to behave in an ethical, business-like and lawful manner. This includes proper use of authority and appropriate decorum when acting as Board members. BCWWA expects its Board members to treat one another and staff members with respect, co-operation and a willingness to deal openly on all matters.

Board Members shall be bound by the following Code of Conduct:

1. Board Members must remain loyal to the interests of the members and all of its owners. This loyalty supersedes any conflicting loyalty such as that of advocacy or interest groups and membership on other Boards or staffs. It also supersedes the personal interest of any Board Member acting as an individual or organizational consumer of BCWWA services. Board Members are accountable to exercise the powers and discharge the duties of their office honestly and in good faith. Board Members shall exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

2. All Elected Board Members shall take the following Oath of Office:

   I (INSERT NAME OF BOARD MEMBER), in consideration of the honor paid to me in my election to the Board of British Columbia Water and Waste Association as (INSERT TITLE: e.g. President/ President-Elect/Board Member), declare and affirm that I will comply with the Bylaws and Board Policies, and will exercise the powers and discharge the duties of my office to the best of my ability, honestly and in good faith, and in furtherance of the objectives of BCWWA and the interest of its owners.

3. Board Members shall be cognizant of situations which constitute a conflict of interest, appearance of conflict of interest or have potential to create a conflict of interest between their role as a Board Member of BCWWA and their private
business or personal services and are guided by all the principles of good governance to avoid such conflicts.

4. When apprised of issues of a sensitive or confidential nature, Board Members will exercise an appropriate level of discretion and respect.

5. Board Members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.

6. All Board Members shall participate in an orientation session to become familiar with the BCWWA Bylaws, the Board’s governance model and policies, and the rules of procedure and proper conduct of a meeting so that any decision of the Board may be made in an efficient, knowledgeable and expeditious fashion.

7. Board Members shall regularly take part in educational activities which will assist them in carrying out their BCWWA responsibilities.

8. Elected Board Members shall attend meetings on a regular and punctual basis.

8.1 Attendance at Board meetings shall be either face-to-face or via teleconference.

8.1.1 After an elected Board Member has missed three regularly scheduled meetings in a Board year, the member is deemed to have resigned from the Board.

8.1.1.1 Reinstatement will be based on demonstrated commitment to fulfill future obligations of a Board Member.

8.1.1.2 Reinstatement, upon written request, may be granted by the Board but not more than one reinstatement shall be granted in the Board Member’s term.

8.2 Board Members attending a meeting either in person or via teleconference for at least 75% of the meeting, in terms of either time or decisions made at the meeting, are considered to be “in attendance”.
9. Ex officio Board Members are expected to attend Board meetings or portions thereof to fulfill their role and responsibility as outlined in GP-4 Roles and Responsibilities of Officers.

10. Directors-at-Large with a least one additional year remaining in their term and who wish to accept a nomination for another position such as President-Elect, AWWA Director or WEF Delegate, must submit their notice of resignation prior to the date established through bylaws for the Call for Nominations. The resignation shall become effective prior to the Annual General Meeting.

11. Board Members shall ensure that unethical activities not covered or specifically prohibited by the foregoing or any other legislation are neither encouraged nor condoned.

12. A Board Member who is alleged to have violated this Code of Conduct shall be informed in writing and shall be allowed to present his/her views of such alleged breach at the next Board meeting. The complaining party must be identified to the Board. If the complaining party is a Board Member, he or she and the respondent Board Member shall absent themselves from any vote upon resolution of censure or other action that may be brought by the Board Members. Board Members who are found to have violated the Code of Conduct may be subject to immediate disciplinary action including, but not limited to:

- Censure;
- removal from committees;
- removal as an officer of the Board;
- request for resignation from the Board;
- recall by the membership, in accordance with the Society Act and;
- legal proceedings

Prior to taking any of the actions described above, the Board or a committee appointed by the Board shall investigate the violation. The Board/Committee shall review the evidence of violation, endeavor to meet with the Director believed to be in violation, confer with the Association’s legal counsel, and present its findings and recommendations to the Board for appropriate action. The Board shall endeavor to meet with the Director prior to imposing disciplinary action against that person.