



CODE OF CONDUCT RELATED TO BOARD OF DIRECTORS

1. Although a Director may be drawn from a specific region or interest group, Board members must represent the interests of the entire membership.
2. Board members shall maintain the confidentiality of the details and dynamics of Board discussions, as well as those items designated as confidential. All board members shall sign a confidentiality agreement.
3. Directors acknowledge that properly authorized Board actions must be supported by all Directors. The Board speaks with one voice. Regardless of their personal viewpoint, Board members shall not speak against, or in any way undermine Board solidarity once a Board decision has been made. Board members are bound by decisions made by the Board and are obligated to uphold them.
4. Board members shall avoid, in fact and perception, conflicts of interest and must disclose to the Co-Chairs, in a timely manner, any possible conflicts including with respect to their fiduciary responsibility.
5. Board members must maintain a transparent process respectful of each organisation's values, philosophy and culture through honest representation and dialogue.
6. It is recognized that Directors bring to the Board diverse background, skills and experience. Directors will not always agree with one another on all issues. All debates shall take place in an atmosphere of mutual respect and courtesy.
7. The Board must maintain a collaborative planning process ensuring equal representation from each organisation and health region in the province.
8. The Board must solicit the input of stakeholders (including PAN Members, delegates, service users, staff, volunteers, community partners, funders and donors) as respected and valued contributors to this process.
9. The Board will be held accountable for decisions and actions made either on behalf of the PAN membership or in the interest in serving PLHA or other people with lived experience in a holistic capacity.
10. Board members may not attempt to exercise individual authority over the Society or over the Executive Director, Staff or Volunteers except as explicitly set forth in Board policies.