

Beechwood Co-operative Homes Inc.

Conduct of Board Members Policy

All directors will be required to enter into the following agreement:

The director as a General Member:

I understand that by electing me to the Board, the members have expressed their faith that I will to the best of my ability to:

- respect the rights of all members, regardless of colour, race, creed, health, political persuasion, sexual orientation or any other consideration that does not specifically pertain to membership in the Co-op;
- be guided by the International Principles of Co-operation;
- ensure that I and members of my household abide by the bylaws, policies and guidelines of the Co-op;
- respect the members' financial records as confidential;
- attend Board and members' meetings regularly, and give advance notice when I am unable to attend;
- declare any conflict of interest, loyalty or priority that may arise in issues coming before the Board;
- behave as a role model as a "member in good standing"; and,
- carry out the duties of a Director with diligence and good will.

I understand and agree that if I abuse the privileges of membership or election to the Board, I will be expected to account for myself the same as any other member.

I understand that being a role model as a "member in good standing" includes payment of my housing charges. As a member, I am expected to follow any housing charge payment policies the same as any member. However, being in arrears of my housing charges creates potential conflicts of interest when dealing with financial issues. Therefore, I agree to the following specific conditions:

If I owe the co-op money (arrears) I may remain on the Board if:

- I have a signed payment schedule to pay the arrears, which is acceptable to the Board
- the arrears total no more than 2 months of my housing charges
- I declare a conflict of interest on all financial matters, including arrears, before the Board

If an eviction proceeding is started against me, I will resign from the Board if in the previous 12 months:

- I have breached a payment schedule, or
- I had a previous eviction proceeding started

If I breach this section of the policy, I will resign from the Board. If I do not resign, the Board may remove me from the Board following the procedures contained in this policy.

The Director as a Member of the Board:

I understand that the Board often receives information that is not available to the general membership. Some of this information will be confusing, sensitive or confidential. Some of the decisions we make will be difficult, and some of them will not be popular with everyone.

I understand and agree that in discussing this information and making these decisions, all directors need to feel safe to express their opinions. We need to listen to other opinions. We need the permission to change our minds, if necessary, after exchanging ideas. Most importantly, we need to know that our comments will not be repeated outside the meeting room.

I understand and agree that decisions of the Board will be made by consensus agreement. When consensus agreement cannot be reached, it may be necessary to vote to decide an issue. The decisions made will be binding on all Board members, and the way an individual director voted or debated will not be discussed with anyone other than the Directors and staff of the Co-op.

Finally, I understand and agree that if I act in any way contrary to this agreement, the other directors may request my resignation from the Board.

In such a case I am entitled to an *in-camera* hearing by the Board. After such hearing, if the request to resign still stand, I will resign without objection. I will not discuss the reasons for my resignation with any person other than the Board and staff. As long as I hold the reasons for my resignation in confidence, the rest of the directors will do the same.

Signed in _____ this _____ day of _____ 20 ____.

The Director:

For the Board of Directors:

Date adopted by the Board of Directors: August 23, 1994 Amended June 26, 2002

Date confirmed by the Members: July 22, 1997 Amended July 17, 2002