

Harmony Co-operative Grocery Board of Directors Director Conflict of Interest Declaration

1. The Board expects of itself and of its members ethical and businesslike conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as Board members.
2. Board members must represent unconflicted loyalty to interests of the ownership. This accountability supersedes any conflicting loyalty such as that to advocacy, interest groups and/or membership on other Boards or staffs. This accountability supersedes the personal interest of any director acting as an individual consumer of the organization's services.
3. Board members must avoid any conflict of interest with respect to their responsibility.
 - 3.A. There must be no self-dealing or any conduct of private business or personal services between a director and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to "inside" information.
 - 3.B. Board members must not use their positions to influence for themselves, family members or close associates employment within the organization.
 - 3.C. A director who applies for employment must first resign from the Board
4. Board members shall always strive to avoid the appearance of conflict of interest and will sign a declaration of conflicts of interest annually after the elections. Examples of conflict of interest may include but are not limited to having recently been employees in the last 3 years, vendors to the Coop or partners of employees.
 - 4.A. The Board should be reminded or alerted to an actual or perceived conflict of interest at the outset of the discussion and the record should reflect that this notice was given.
 - 4.B. Where potential or perceived conflict of interest exists, it shall be duly noted in the minutes for each incident.
 - 4.C. Any Board member may participate in any discussion, but where potential or perceived conflict of interest exists s/he shall refrain from voting. During voting, the director with the conflict of interest shall leave the room or the vote shall be taken by secret ballot. This all shall be duly noted in the minutes.
5. Directors will respect the confidentiality appropriate to issues of a sensitive nature and must continue to honor confidentiality after leaving Board service.
6. Board members must not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies. Directors will support the legitimacy and authority of the Board's decision on any matter, irrespective of the director's personal position on the issue
 - 6.A. Board members' interaction with the General Manager or with staff must recognize the lack of authority in any individual director or group of Board members except as noted above.
 - 6.B. Board members' interaction with the public, press or other entities must recognize the same limitation and the similar inability of any director or Board member to speak for the Board.
 - 6.C. Board members will make no judgments of the General Manager or staff performance except as that performance is assessed against explicit Board policies by the official process.

7. Any director who does not follow the code of conduct policy can be removed from the Board by a 2/3 majority vote of the remaining Board. If such condition arises, the director in question agrees to resign and not cause further disruption to Harmony operations and governance.

Possible Conflicts of Interest

Please declare any possible conflicts of interest in the space below:

Verification

I have used all reasonable diligence in preparing this statement and have disclosed the conflict of interest described above as soon as the conflict of interest became known to me. I have reviewed this statement and to the best of my knowledge the information contained in this statement is true and complete.

Signature: _____

Date: _____