



Philomath Community Services Policies and Procedures

Title	Consolidated Ethical Expectations for Board Members and Managers
Revision Date	April 8, 2018
Revision Notes	Consolidated multiple policies, edits per feedback for approval at April Board meeting.

Policy:

Members of the Board of Directors and Managers must adhere to high standards of ethical conduct. For consolidated ethical behavior, this includes:

- Ethical Standards
- Conflict of Interest Disclosure
- Code of Conduct \ Harassment
- Confidentiality \ Privacy

Each of these topics is described in the subsections below.

Procedure:

1. ETHICAL STANDARDS

Ethical standards refer to behavior that includes lawfulness, integrity, and credibility. These standards are intended to ensure a safe and secure environment for all volunteers and clients of PCS.

Expectations:

- Treat everyone associated with PCS impartially and with respect
- Do not engage in, nor condone, any dishonest acts or exploitation of PCS volunteers or clients
- Do not issue or disseminate any false or deliberately misleading information
- Maintain high standards of personal conduct, avoiding any threatening, intimidating or offensive action with any person
- Conduct private business and personal activities in a manner that avoids any conflict of interest with PCS

2. CONFLICT OF INTEREST DISCLOSURE

The Board of Directors and Managers have a duty to disclose real and potential conflicts of interest to ensure that decisions, contracts and transactions are made in an ethical and transparent manner that demonstrates due diligence and adherence to the PCS mission.

Expectations:

1. Each member of the Board of Directors and Manager on appointment and annually thereafter will complete a Conflict of Interest Disclosure Form intended to identify any personal (or family) relationships, positions or circumstances in which he or she is involved that could constitute a conflict of interest. A conflict of interest occurs when a personal or professional relationship, business interest, position or circumstance might provide goods or services to Philomath Community Services.
2. Prior to Board or committee action on a contract or other transaction, any Director or Manager having a conflict of interest about the matter at hand, shall disclose all facts relevant to their conflict of interest. Such disclosure shall be reflected in the minutes of the meeting.
3. A Director or Manager who plans not to attend a meeting at which he or she believes the Board or committee will take action on a matter in which he or she has a conflict of interest shall disclose to the chair of that meeting all facts relevant to their conflict of interest, before the meeting begins. The chair shall report that disclosure at the meeting and the disclosure will be reflected in the minutes of the meeting.
4. An individual who has a conflict of interest shall not participate in the Board's or committee's discussion of the matter except to disclose material facts and to respond to questions. That individual shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
5. A person who has a conflict of interest with respect to a contract or transaction that will be voted on at a meeting will **not** be counted when determining the presence of a quorum for purposes of that vote. The person having a conflict of interest may not vote on the contract or transaction. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. The Board President may request that the individual leave the meeting during any discussion or vote on that matter.
6. When it is not entirely clear that a real conflict of interest exists, any individual with a potential conflict shall disclose the circumstances to the Board President (or designee), who will determine whether there exists a conflict of interest that is subject to this policy.

7. An individual's failure to disclose their conflict of interest prior to Board action may result in punitive measures, including severance of the individual's relationship with Philomath Community Services.
8. Any information reported regarding business interests shall be treated as confidential and generally available only to the Board President (or designee), and any committee appointed to address conflicts of interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.

Definitions:

Family Member is a spouse, domestic partner, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of a Director, committee member or Manager.

Material Financial Interest is a financial interest of any kind, which is substantial enough that it would, or reasonably could, affect someone's judgment with respect to contracts or transactions. This includes all forms of compensation.

Contract or Transaction is any agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant, the establishment of any other type of financial arrangement, or review of a charitable organization by Philomath Community Services. Making a gift to Philomath Community Services is not a contract or transaction.

3. CODE OF CONDUCT \ HARASSMENT

It is the policy of PCS that all volunteers be able to work in a setting free from all forms of unlawful discrimination, including harassment, on the basis of race, color, religion, gender (sex), national origin, age, sexual orientation, gender identity, disability, marital status, source of income, disability, or veteran or active military status. PCS will not permit retaliation, reprisal, or other adverse action against any person reporting discrimination or participating in an investigation of discrimination.

Definitions

Harassment

Harassment is the verbal or physical conduct that demeans or shows hostility or aversion toward an individual because of his/her race, color, religion, gender, national origin, age, sexual orientation, gender identity, disability, marital status, source of income, disability, or veteran or active military status or that of his/her relatives, friends, or associates, and that:

- (1) Has the purpose or effect of creating an intimidating, hostile, or offensive working environment;

- (2) Has the purpose or effect of unreasonably interfering with an individual's work performance; or
- (3) Otherwise adversely affects an individual's volunteer opportunities;

Harassing conduct includes, but is not limited to, the following:

- (1) Epithets, slurs, negative stereotyping, demeaning comments or labels, or threatening, intimidating or hostile acts to relate to race, color, religion, gender, national origin, age, sexual orientation, gender identity, disability, marital status, source of income, disability, or veteran or active military status and
- (2) Written or graphic material that demeans or shows hostility or aversion toward an individual or group because of race, color, religion, gender, national origin, age, sexual orientation, gender identity, or disability marital status, source of income, disability, or veteran or active military status and that is placed on walls, bulletin boards, computers or elsewhere on the PCS premises, or circulated in the workplace.

This prohibition against harassment also applies to off-duty, off premises conduct if the offending behavior negatively affects a volunteer's ability to work comfortably with the offender within the PCS work environment.

Sexual Harassment

Sexual harassment is a form of gender (sex) discrimination. The Equal Employment Opportunity commission has defined sexual harassment as follows: "Unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature constitute sexual harassment when:

- A. Submission to such conduct is made either explicitly or implicitly a term or condition of an individual's volunteer status,
- B. Submission to or rejection of such conduct by an individual is used as the basis for volunteering opportunity decisions affecting such individual, or
- C. Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creating an intimidating, hostile, or offensive working environment."

Prohibited sexual harassment may include, but is not limited to, sexual jokes, calendars, posters, cartoons, magazines; derogatory or physically descriptive comments about or towards another volunteer; sexually suggestive comments; inappropriate use of company communications include e-mail and telephone, unwelcome touching or physical contact; punishment or favoritism on the basis of a volunteer's gender; sexual slurs; negative sexual stereotyping.

This prohibition against sexual harassment also applies to off-duty; off-premises conduct if that conduct has an adverse effect on the volunteer's work environment at PCS. This includes interactions between Board Members, Managers, and other volunteers.

Expectations and Reporting

Harassment as defined above will not be tolerated at PCS. If a volunteer believes he/she has been harassed, the incident should be immediately reported to the PCS Governance Committee. If a victim of harassment does not report it but informs another volunteer, that volunteer should encourage the individual to report the incident. If the victim refuses, then the person who now has knowledge of the harassment is obligated to report it for the benefit of the victim and the integrity of PCS. Additionally, anyone with credible knowledge of harassment and believes it has not been properly reported has a duty to notify the PCS Governance Committee.

If a harassment complaint involves a member of the Governance Committee, then the Oregon Bureau of Labor and Industries (www.oregon.gov/BOLI) should be notified.

PCS will take no action against a volunteer who in good faith reports harassment or who participates in an investigation. Retaliation for good faith reporting will not be tolerated.

PCS will investigate claims fairly and will maintain confidentiality, consistent with the need to conduct an adequate investigation. Prompt corrective action will be taken in response to any verified incident of harassment or retaliation.

Harassment claims that a volunteer knows are false, or made with the intent of revenge or to otherwise cause harm to another volunteer will not be tolerated. Volunteers, who make such accusations, knowing they are unjustified by the facts, may have their volunteer position revoked at PCS.

Any Board Member or Manager found guilty of harassment will be subject to disciplinary action up to and including removal from all PCS activities and may be banned from the PCS premises

4. CONFIDENTIALITY AND PRIVACY

PCS client and volunteer confidentiality is an essential component for trust and respect.

Expectations

1. Client and volunteer information including photographs, videos, or testimonials shall not be used in PCS marketing or promotional material without express signed consent.
2. PCS volunteers must refrain from discussing personal information about clients or other volunteers in public places.
3. Malicious gossip about clients or volunteers, either privately or publically, may result in disassociation from PCS.

4. Generally, discussion of a clients' personal circumstances should be conducted only on a 'needs to know' basis. Examples include:
 - a. PCS internal discussions relevant to assisting or working with a client or volunteer, or
 - b. Engagement with:
 - Social service agencies;
 - Government regulatory agencies;
 - Other non-profits doing business with PCS;
 - Law enforcement;
 - Legal proceedings;
 - Situations where a client or volunteer is a threat to self or others.

Before a client's personal information is discussed with a third party, Managers should justify the need through a documented consultation with the PCS President, member of the Executive Committee, or member of the Governance Committee. Board Members should report any such disclosure to the PCS President or member of the Executive Committee or Governance Committee as soon as possible. Volunteers who do not serve on the Board of Directors or who are not Managers are not authorized to discuss client information with third parties.