

# Board Member's Code of Conduct<sup>1</sup>

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The board of directors is committed to teamwork and effective decision-making in the best interests of their entire Gwich'in nation. Towards this end, Board Members will:

- Strive to operate by consensus.
- Endeavour to represent the broader interests of members and the Gwich'in nation.
- Seek to balance their contribution as both an advisor and learner.
- Refrain from trying to influence other board members outside of board meetings that might have the effect of creating factions and limiting free and open discussion.
- Be willing to be a dissenting voice, endeavour to build on other's ideas, offer alternative points of view as options to be considered, and invite others to do so, too.
- On important issues, be balanced in one's effort to understand other board members and to make oneself understood.
- Once a board decision is made, support the decision, even if one's own view is a minority one.
- Not disclose or discuss differences of opinion on the board with those who are not on the board. The board should communicate externally with "one voice".
- Respect the confidentiality of information on sensitive issues, especially in personnel matters.
- Be an advocate for the organization and its mission wherever and whenever the opportunity arises in their own personal and professional networks.
- Disclose one's involvement with other organizations, businesses or individuals where such a relationship might be viewed as a conflict of interest (see Conflict of Interest Policy).
- Refrain from giving direction, as an individual board member, to the Executive Director or any member of staff.
- Refrain from investigating or discussing the Executive Director's performance with staff members or stakeholders without board authorization.
- Seek to achieve consensus on policy stances before making public pronouncements or statements.
- Maintain transparency through reporting back to the Board what is going on in the Working Groups, or other areas, in which you are the GCI representative.
- Avoid unnecessary gossiping, confrontation, or competition with and about other Permanent Participant organizations or Members States in the Arctic Council.
- Commit to constructive and positive engagement on issues and with other relevant Arctic Council Member States, Permanent Participants, and Observers.

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<sup>1</sup> Adapted from: 2016 Governing Good.