

Code of Conduct (Ethics)

Denver Research Institute (DRI)

Board members and applicable staff will ascribe to the following:

- Regularly attend board meetings
- Thoughtfully prepare for and participate in discussions
- Vote independently
- Respect all individuals and opinions
- Conduct business in a professional and ethical manner
- Be receptive to new ideas
- Avoid self-interest or self-dealing

Confidentiality. Information that is distributed and discussed during board meetings will be kept confidential.

Compensation. In accordance with VA Handbook 1200.17 and the DRI Bylaws, Statutory VA Directors may not receive compensation for their services as a Board of Director. This is considered to be part of their official VA duties and responsibilities. DRI may compensate other Directors who do not serve on the board as part of any government employment. Such compensation must be consistent with applicable state and Federal laws, and DRIs bylaws or policies.

Expense reimbursement. Board members will be reimbursed for travel and meeting expenses associated with governance of DRI (i.e., board training, governance books, etc.).

Meeting attendance. Board members are expected to make every effort to attend board meetings.

Indemnification. To the extent allowed by law, officers and directors will be protected from personal liability for actions taken by the board and its employees. Such protection shall be provided by purchasing and maintaining proper insurance coverage (i.e., Directors' & Officers [D&O] and general liability insurance).

Recruitment, training, and self-assessment. The board understands and respects that demands on nonprofit boards are constantly changing and that the board is responsible for recruiting, training, and orienting board members. On a regular basis, the board will undergo activities to improve board governance and to evaluate the board as a whole and as individual members. In addition, the board will make every effort to recruit qualified new members.

Diversity. The board will ensure that its composition is adequately diverse in its breath of skills, knowledge, backgrounds and experiences.

Removal from office. Any non-statutory director may be removed from the board if he/she fails to abide by the articles of incorporation, bylaws, VA regulations, policies of the board or any federal and state laws.

Nepotism, fraternization. To avoid possible conflicts of interest and to achieve high ethical standards, no member of the board may hire or cause to be hired, nor supervise, any relative or other close relation. Hiring decisions (employees and consultants) will be based on the organization's need and the individual's knowledge, experience and ability.

Public relations. The board will provide a united front to the public. In the event that relations with the media become necessary, the board will form a media committee. The committee will consist of the chair, executive director, selected board member(s) and key staff member(s). The committee will appoint one individual to be the spokesperson for the organization and will develop a strategic plan to provide and focus information from DRI. Any inquiries from the public will be forwarded to the designated spokesperson.