

## **Code of Ethics**

Policy adopted by Board of Directors on November 7, 2023.

### **1. Conflict of Interest**

It is the policy of the Burton Water Cooperative ("Cooperative") that the private conduct and financial dealings of its directors, officers and employees shall present no actual or apparent conflict of interest with the interests of the Cooperative.

### **2. Adoption**

Public confidence in the Cooperative is essential and must be sustained by establishing and enforcing rules to assure the impartiality and honesty of directors, officers and employees in all transactions and decisions. There is hereby established a code of ethics for all Cooperative directors, officers and employees.

### **3. Activities Incompatible With Public Duties**

No director, officer or employee may have an interest, financial or otherwise, direct or indirect, or engage in a business or transaction or professional activity, or incur an obligation of any nature, that is in conflict with the proper discharge of his or her official duties to the Cooperative. A conflict does not exist where a reasonable person would not believe that anything of value was received or derived by a director, officer or employee as a result of his or her employment by the Cooperative except as authorized herein.

### **4. Interests In Transactions**

No director, officer or employee may be beneficially interested, directly or indirectly, in a contract, sale, lease, or purchase involving the Cooperative that may be made under his or her supervision and shall not accept any compensation, gratuity, or reward from any other person beneficially interested in a contract, sale, lease, or purchase involving the Cooperative.

### **5. Disclosure of Confidential Information**

No director, officer or employee may make a disclosure of confidential information gained by reason of his or her position with the Cooperative, or otherwise use the information for his or her personal gain or benefit or the gain or benefit of another.

### **6. Special Privileges**

Except as required to perform duties within the scope of his or her employment with the Cooperative, no director, officer or employee may use his or her position to secure special privileges or exemptions for him or herself, or others.

### **7. Compensation for Official Duties or Nonperformance**

No director, officer or employee may, directly or indirectly, agree to receive or receive any compensation, reward, or gratuity for performing his or her duties on behalf of the Cooperative except as authorized herein or by law. The payment and receipt of Board authorized compensation by an employee, directors' fees as established by the Board and reimbursement of Board approved out of pocket costs incurred while acting on behalf of the Cooperative are permitted.

### **8. Gifts**

No director, officer or employee may receive, accept, take, seek, or solicit, directly or indirectly, anything of economic value as a gift, gratuity, or favor except under circumstances where a reasonable person would not believe that the gift, compensation, or thing of value was given for the purpose of obtaining special consideration from the Cooperative or to influence Cooperative action. Receipts of unsolicited items having a value of less than \$50.00 are presumed not to be for the purpose of obtaining special consideration or to influence.

### **9. Use of Persons, Money, or Property for Private Gain**

No director, officer or employee may employ or use any Cooperative employee, money, or property under his or her official control or direction for his or her private benefit or gain.

#### **10. Use of Public Resources for Political Campaigns**

Cooperative directors, officers and employees may participate in political activities on their own time and outside of the workplace by working on campaigns for the election of any person to any office or for the promotion of or opposition to any ballot proposition, but shall not use or authorize the use of the facilities of the Cooperative for such purposes.

#### **11. Active Participation**

Directors and officers are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes:

- a. Attending all scheduled board meetings or notifying other board members in advance if unable to attend.
- b. Completing assigned tasks in a timely manner.
- c. Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.
- d. Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all board discussions, as well as supporting actions of the Board, even when the Board member personally did not support the action taken.
- e. Putting the interests of the organization above personal interests.
- f. Representing the Burton Water Cooperative in a positive and supportive manner at all times and in all places.
- g. Showing respect and courteous conduct in all board and committee meetings.
- h. Refraining from intruding on administrative issues that are the responsibility of management, except to monitor the results and ensure that procedures are consistent with board policy.

#### **12. Prohibition Against Discrimination and Sexual Harassment**

The Burton Water Cooperative strives to maintain a workplace that is free from discrimination and harassment. While all forms of illegal discrimination and harassment are prohibited, it is the organization's policy to emphasize that sexual harassment is specifically prohibited. Any director, officer or employee who engages in discriminatory or harassing conduct towards another Member or employee of the Burton Water Cooperative is subject to removal from the Board or employment. Complaints alleging misconduct on the part of any director, officer or employee will be investigated promptly and as confidentially as possible by a task force of the Board appointed by the Board President. In the event the President is a party to the investigation, the Vice-President shall appoint the task force.

#### **13. Compliance/Annual Disclosure**

The Cooperative shall require each director, officer and employee to acknowledge receipt of these policies at the time of initial adoption and for new persons, at the time of engagement or election. Such persons shall disclose to the Cooperative the acquisition of any interest that could give rise to a violation of the Conflict of Interest policies. The Cooperative shall query its directors, officers and employees on an annual basis as to whether they have acquired any such interest.