

Red Lake Margaret Cochenour Memorial Hospital

- POLICY -

Page 1 of 3

DEPARTMENT: ADMINISTRATION	CATEGORY: BOARD OF GOVERNORS	POLICY NUMBER: ADM-ORG-III-13	
SUBJECT: CODE OF CONDUCT	AUTHORIZATION: DRAFT, NEVER SIGNED <hr/> CHIEF EXECUTIVE OFFICER	ORIGINAL:	Sept. 06
			June 10
		REVISIONS:	

PURPOSE:

The Hospital is committed to ensuring that in all aspects of its affairs it maintains the highest standards of public trust and integrity.

Application

This Code of Conduct applies to all Governors, including Ex-officio or Appointed Governors and Non-board members of Board committees. Governors are also required to comply with the Hospital's policy on Ethics and Standards of Business Conduct, which applies to employees and professional staff.

Governors' Duties

All Governors of the Hospital stand in a fiduciary relationship to the Hospital Corporation. As fiduciaries, Governors must act honestly, in good faith, and in the best interests of the Hospital Corporation.

Governors will be held to strict standards of honesty, integrity and loyalty. A Governor shall not put personal interests ahead of the best interests of the Corporation.

Governors must avoid situations where their personal interests will conflict with their duties to the Corporation. Governors must also avoid situations where their duties to the Corporation may conflict with duties owed elsewhere.

In addition, all Governors must respect the confidentiality of information about the Corporation.

Best Interests of the Corporation

Governors must act solely in the best interests of the Corporation. All Governors, including Ex-officio or Appointed Governors, are held to the same duties and standard of care. Governors who are nominees of a particular group must act in the best interests of the Corporation, even if this conflicts with the interests of the nominating party.

Red Lake Margaret Cochenour Memorial Hospital

- POLICY -

Page 2 of 3

CATEGORY:

ADMINISTRATION

SUBJECT:

CODE OF CONDUCT

POLICY NUMBER:

ADM-ORG-III-13

Confidentiality

It is recognized that the role of Governors may include representing the Hospital in the community. However, such representations must be respectful of and consistent with the Governor's duty of confidentiality. In addition, the chair is the only official spokesperson for the Board. Every Governor, officer and employee of the Corporation shall respect the confidentiality of information about the Hospital whether that information is received in a meeting of the Board or of a committee or is otherwise provided to or obtained by the Governor.

A Governor is in breach of his/her duties with respect to confidentiality when information is used or disclosed for other than the purpose of the Hospital Corporation.

Board Spokesperson

The Board has adopted a policy with respect to designating a spokesperson on behalf of the Board. Only the chair or designate may speak on behalf of the Board. The CAO, or the Chief of Staff or their designate may speak on behalf of the organization.

No Governor shall speak or make representations on behalf of the Board unless authorized by the chair or the Board. When so authorized, the Board Member's representations must be consistent with accepted positions and policies of the Board.

Media Contact and Public Discussions

News media contact and responses and public discussions of the Hospital Corporation's affairs should only be made through the Board's authorized spokespersons. Any Governor who is questioned by news reporters or other media representatives should refer such individuals to the appropriate representatives of the Corporation.

Respectful Conduct

It is recognized that Governors bring to the Board diverse background, skills and experience. Governors will not always agree with one another on all issues. All debates should take place in an atmosphere of mutual respect and courtesy.

The authority of the chair must be respected by all Governors.

Corporate Obedience – Board Solidarity

Governors acknowledge that properly authorized Board actions must be supported by all Governors. **The Board speaks with one voice.** Those Governors who have abstained or voted against a motion must adhere to and support the decision of a majority of the Governors.

Red Lake Margaret Cochenour Memorial Hospital

- POLICY -

Page 3 of 3

CATEGORY:

ADMINISTRATION

SUBJECT:

CODE OF CONDUCT

POLICY NUMBER:

ADM-ORG-III-13

Obtaining Advice of Counsel

Request to obtain outside opinions or advice regarding matters before the Board may be made through the chair.

I will abide by the Code of Conduct by agreeing to:

- Listen carefully and respectfully,
- Respect the opinions of others,
- Respect and support the decisions of the Board,
- Participate actively in Board and Committee meetings,
- Not succumb to an issue on an emotional level,

Amendment

This policy may be amended by the Board of Governors.

I have read and agree with this policy.

Employee's Signature

Date

Supervisor's Signature

Date