

CODE OF CONDUCT

Section 1 Purpose and Intent. The purpose of the Code of Conduct is to set forth specific standards that govern the conduct of members of the Housing Authority Board of Commissioners. The code is intended to guide the actions of Board Members provide guidance for the conduct of business, ensure fair and equitable treatment for **ALL** Tribal Members a sense of confidence about the conduct and intentions of the Board.

Section 2 Conflict of Interest. A Conflict of Interest is an undertaking by a Board Member, on behalf of the Authority, where that person has or may foreseeable develop, a personal or financial interest distinct from and adverse to the Authority. Actions prohibited as Conflicts of Interest under the Code of Conduct include, but are **NOT** limited to the following:

- A. Board Members shall **NOT** Vote or make any decisions on matters where they, their immediate family members, business associated, or persons with whom the Board Member is negotiating for purchase of goods, services, or interest. The Board Members may participate in discussions, so long as they first make a **FULL** disclosure on the record concerning their interest in the matter.
- B. Board Members shall **NOT** serve as Authority employees during their term of office.
- C. Board Members shall **NOT** engage in contracting or procurement arrangements involving the Authority where they have a personal or financial interest, unless first making **FULL** disclosure to the Board and receiving authorization from the Board (in the form of a Motion) to pursue such arrangements.

Section 3 Illegal Acts. Actions by a Board Member, involving illegal acts while the Authority's service, acts involving an abuse of power, dishonest conduct, or which would do a disservice to the Authority's reputation, are prohibited, These acts include, but are **NOT** limited to, the following:

- A. **Mishandling of Funds.** Misappropriating or misusing Authority funds.
- B. **Misuse or Credit Card.** Use of the Authority's credit card for personal expenses.
- C. **Mishandling of Records/Documents.** Concealing, removing, mutilating or destroying Authority records or documents.
- D. **Perjury/Fraud.** Committing perjury or fraud.

- E. **False Representation.** Representing oneself as “acting on behalf of the Authority” without authorization to do so.
- F. **Solicitation.** Soliciting or accepting, directly or indirectly, gifts, gratuities favors, entertainment loans, kickbacks, or anything of value from a person, group or private organization seeking to obtain contractual or other business with the Authority, or having interest that may be substantially affected by the performance or nonperformance of the Board Members duty with the following exceptions:
- (1) Ceremonial or customary gifts given to dignitaries.
 - (2) Food/refreshments of a nominal value in the ordinary course of a luncheon/dinner meeting.
 - (3) Personal achievement awards for meritorious service.
 - (4) Unsolicited advertising or promotional material of nominal value, loans or customary terms to finance proper and usual activities on an equal basis as any other enrolled member of the tribe.
- G. **Intimidation for Personal Gain.** Using their position as a Board Member to coerce, threaten or intimidate a person or group to provide financial benefit or other personal gain to oneself or another person with whom one has family, business or financial ties, or any other purpose.
- H. **Personal Business Relationships.** Becoming involved in any business relationship with the Authority when the Board Member or a Board Members company is dealing with the Authority.
- I. **Unauthorized Commitment of Resources.** Commit the Authority’s Programs, staff or financial resources to any project or event (charitable or otherwise) without prior approval of the Board (and supported by Board Motion or Resolution).
- J. **Unauthorized use of Resources.**
- (1) Use Authority maintenance supplies, equipment, or machinery, construction or rehabilitation supplies or staff for their own personal uses.
 - (2) Use Authority contractors for personal purposes while they are engaged in Authority work.
- K. **Disclosing Confidential Information.** Knowingly making

public any subject matter of a confidential nature received in connection with their duties as a Board Member, including but not limited to:

- a. Matters discussed during Housing Authority Executive Sessions.
- b. Matters protected as confidential under Federal, State or Tribal Law.

Section 4 Unacceptable Conduct. The following examples have been deemed to be unacceptable conduct for members of the Authority’s Board of Commissioners and shall NOT be tolerated. If engaged in, they can lead to disciplinary actions being taken against the Board Member (i.e., sanctions, removal from office, removal from the Board).

- A. **Under the Influence.** Functioning as a Commissioner while intoxicated or under the influence of illegal or incapacitating drugs.
- B. **Discrediting the Authority.** Involvement in actions or activities that bring discredit upon the Authority.
- C. **Misrepresentation.** Knowingly misrepresenting the Authority or a position that the Authority has taken.
- D. **Misuse of Title.** Using one’s title of “Housing Authority Commissioner” to conduct personal business.
- E. **Failure to Attend Meetings.** Failure to attend three (3) or more “consecutive” regularly scheduled Housing Authority Board Meetings without giving advance notice to the board Chairperson or the Executive Director. These are considered to be “un-excused” absences.
- F. **Interference with the Authority Staff.** Getting involved in the day-to-day operations of the Authority by directing or forcing Authority staff members to do as they command.

Note: Individual Board Members have absolutely **NO** power or authority to interfere in the day-to-day operations of the Authority by directing or forcing Authority staff members to do as they command.

If and when the Board desires a/an Authority staff member(s) to take specific actions on something they want done, it shall be done by consensus of the

entire Board and supported by a formal Motion or by formal Resolution (both of which must be recorded in the official and published meeting minutes).

When / if the Board should come to a consensus (as noted above) to have a/an Authority staff member(s) do something, that directive shall then be passed on to the Executive Director.

It is the responsibility of the Executive Director to implement the desires of the Board.

Rational: Direct involvement, in the day-to-day operations of the Authority, by a Board Member, violates the Authority's Chain-of-Command, as established by the Board. Furthermore, it can also threaten the Staff member's sense of "job security". For example, some staff members may feel their job is at risk if they say "no" to something an **individual** Board member wanted or was trying to impose on a staff member.

G. **Getting Involved in the Hiring/Firing Process.** The Board shall **NOT** get involved with the hiring and firing of Authority staff (other than the Senior Management). These are considered to be personnel actions and shall be handled by the Executive Director in accordance with the Authority's Personnel Policy, as adopted by the Board. The Executive Director may, however, call upon Board members for input when warranted.

Section 5

Violations of the code. Violations of this Code shall be presented to the Board Chairperson, who may call a Special Meeting of the board to discuss it or who may bring it up at the next Regular Meeting of the Board for discussion. However, if Chair violates code this process will follow protocol.

- A. Violations will first be discussed in Executive Session to determine if the facts are true.
- B. If majority of the Board determines that a violation has occurred, the matter shall be brought out at an open meeting and the appropriate action taken by the Board. This may consist of a verbal or written warning, suspension from the Board for a period of time to be determined, or recommendation to the Tribal Council that the Board Member be removed from the Board, according to the procedure set out in Tribal Law.

Section 6

The Duties of Loyalty and of Due Care. Board Members must be loyal to the Northern Ponca Housing Authority. Board Members must act, at ALL times, in the best interest of the Authority.

Section 7

Due Care. Board Members must perform their duties in good faith, with sound business judgment, and with the care of a prudent person. A diligent Board Member:

- A. Attends Board Meetings regularly.
- B. Conducts his or herself in polite and professional manner while attending Board Meetings.
- C. Analyzes Authority reports, information and Authority action to ensure they meet standards of business excellence.
- D. Studies the Authority business environment.
- E. Complies with **ALL** Authority Policies and expends the Authority's funds prudently.
- F. Respects the boundaries between the Boards role in Policy development and management's role in the implementation of Board Policies.
- G. Refrains from making false or misleading statements damaging to the Authority.

Section 8 Enforcement and Disciplinary Procedures.

- A. **Procedures.** Any Board member who is alleged to have violated the provisions of this code of conduct may be subject to the following disciplinary action(s):
 - (1) The chairperson of the Board shall bring the allegation to the attention of the charged Board Member, and to the rest of the Board.
 - (2) The Board, by a majority of quorum present, shall determine if the Board Member alleged to have violated a provision of this Code, has violated such provision and shall determine what sanction is appropriate for said violation.
 - (3) The Board Member charged with a violation of this Code shall be permitted to respond to the charge prior to any action by the Board.