

Long Island Crisis Center
Code of Ethical Conduct & Annual Potential Conflicts Disclosure Statement

—Code of Ethical Conduct—

Long Island Crisis Center (the Corporation) is committed to maintaining the highest standard of conduct in carrying out our fiduciary obligations in pursuit of our tax-exempt mission and purposes. As such, each and every Director, Officer and Key Employee (to the extent applicable) shall adhere to the following code of conduct:

By-Laws & Policies

- Be aware of and fully abide by the constitution, bylaws, rules and regulations of the Corporation and policies of the corporation, pursuant to the New York Not-for-Profit Corporation Law (N-PCL)
- Assure compliance of the Corporation with respect to all statutes, regulations and contractual requirement
- Respect and fully support the duly-made decisions of the Board of directors in accordance with their fiduciary duties of obedience and loyalty
- Respect the work and recommendations of committees who are duly charged and have convened and deliberated accordingly, pursuant to the N-PCL
- Work diligently to ensure that the board fully assumes its role as a policy-making, governing body
- View and act towards the Chief Executive Officer as the chief administrative officer with the sole responsibility for the day-to-day management of the organization, including personnel, and for implementation of board policies and directives

Informed Participation

- Attend most, if not all, meetings of the Board and assigned committees
- Remain informed of all matters, including financial, that come before the Board and/or assigned committees
- Respect and follow the “chain of command” of the Board and administration
- Constructively and appropriately bring to the attention of the Board, Officers, committee chairs and/or appropriate staff any questions, personal views, opinions and comments of significance on relevant matters of governance, policymaking and our constituencies
- Oppose, on the record, Board actions with which one disagrees or is in serious doubt
- Appropriately challenge, within the structure and bylaws of the corporation, those binding decisions that violate the legal, fiduciary or contractual obligations of the corporation
- Do not fully commit to others or self to vote a particular way on an issue before participating in a deliberation session in which the matter is discussed and action duly taken.
- Act in ways that do not interfere with the duties or authority of staff

Conflict of Interest, Representation & Confidentiality

- Represent the best interests of the corporation at all times and to declare any and all duality of interests or conflicts of interests, material or otherwise, that may impede or be perceived as impeding the capacity to deliberate or act in the good faith, on behalf of the best interests of the Corporation
- Conform to the procedures for such disclosure and actions as stated in the bylaws or otherwise established by the board, pursuant to N-PCL
- Not seek or accept, on behalf of self or any other person, any financial advantage or gain that may be offered because, or as a result, of the board member's affiliation with the Corporation.
- Publicly support and represent the duly made decisions of the Board
- Speak positively of the organization to the Corporation members, and all current and potential stakeholders and constituencies
- Not take any public position representing the Corporation on any issue that is not in conformity with the official position of the corporation
- Not use or otherwise relate one's affiliation with the board to independently promote or endorse political candidates or parties for the purpose of election
- Maintain full confidentiality and proper use of information obtained as a result of board service in accordance with board policy or direction

Interpersonal

- Speak clearly, listen carefully to and respect the opinions of fellow board members and key staff
- Promote collaboration and partnership among all members of the board
- Maintain open communication and an effective partnership with the Board's officer and committee leadership
- Remain "solution focused", offering criticism only in a constructive manner
- Not filibuster or engage in activities during meetings that are intended to impede or delay the progress and work of the board because of differences in opinion or other personal reasons
- Always work to develop and improve one's knowledge and skills that enhances one's abilities as a Director

—Annual Potential Conflicts Disclosure Statement—

As a Director, Officer or Key Employee of the Corporation, prior to your being seated on the Board of Directors or commencing employment with the Corporation, as appropriate, and annually thereafter, you are required to truthfully, completely and accurately disclose all information requested herein and to promptly update all such information as factual circumstances may change from time-to-time. With regard to this Conflicts Disclosure Statement, please identify, to the best of your knowledge, any financial transaction(s), and related circumstances, that have occurred within the last (3)-fiscal years of the Corporation, are pending, currently occurring, and/or, in your reasonable opinion, could lead to potential financial transactions, between yourself, as a “Related Party” (as defined by the By-Laws of the Corporation), a “Relative” (as defined by the By-Laws) or a business enterprise where you are an officer, director, trustee, member, owner or employee (as identified in the definition of “Related Party”) and this Corporation. Attach additional descriptions and/or information as needed.

Myself

Relative

Business Entity

—Certification—

I, the undersigned, certify that I have read and understand this Code of Ethical Conduct & Annual Conflicts Disclosure Statement. I agree that my actions will comply with the disclosures found in this document. I further affirm that neither I, as a Related Party nor any Relative have, or previously had, an interest, or has taken any action, that contravenes, or is likely to contravene, the Conflicts of Interests Policy of the Corporation or, otherwise impedes my ability to act as a fiduciary and in the best interests of the Corporation, except those that may have been disclosed herein.

Director Signature

Date