

## CODE OF BEHAVIOUR

No Code Of Behaviour can address each and every issue that may arise or circumstance that we may encounter. The purpose of this Code is to create a sense of expectation of good behaviour on the part of Club Members and members of the Management Committee. Common sense, civility, cooperation and good humour all go together to make our club a community.

The following Code of Behaviour has been developed to guide members of the North Channel Yacht Club and Members of the Management Committee in expectations regarding behaviour and duties. To avoid confusion, general members of the Club will be referred to in this document as Members. Those who serve on the Management Committee generally carry out the duties of a Director and will be referred to in this document as Directors.

### GENERAL EXPECTATIONS

Our club membership includes people from a variety of backgrounds, experiences and characteristics. This adds richness and depth to our club community. To preserve that, it is fundamental that at all times we each behave in a manner that is respectful and cordial. Rude, disrespectful, derogatory or insulting behaviour will not be tolerated as it can lead to discord and a lack of harmony within the club, making it an uncomfortable place for many. Discriminatory comments about others, whether based on gender, race or other characteristics are unacceptable. Such behaviour may put a person's continued membership in the Club at risk.

As much as we are all individuals, we also exist as a community. To that extent, there are communal obligations that can be reasonably expected of each member.

***Consideration*** – Members are expected to be considerate of others. This can range from silencing noisy halyards to cleaning up your own dishes in the clubhouse vs leaving them for someone else to deal with. It is considerate to leave the washrooms and showers clean after use. Be conscious of others if your social gathering is noisy and the hour is late. Remember that other Members have children who may be present and act/speak accordingly.

***Cooperation*** – While every club requires some degree of cooperation to exist and function, that element of cooperation is even more important for us. We are situated in a remote location. Many members come from a distance, in some cases, a very long distance which means the opportunity to go back and retrieve a tool or other piece of kit may be impossible. Be willing to lend a hand, to help where possible as someday, you may require the same. We are blessed with a rich variety of skills and talents and a cooperative spirit will only add to the pleasure of membership in our community.

***Honesty*** – Be aware that everything on our property belongs to someone – individually or collectively. Don't help yourself to someone else's items (food, tools, kit on a cradle, etc) without permission. Club supplies are meant for the community, not to make up for individual shortfalls (such as paper products, fuel in the equipment sheds, etc.). These are needed for the smooth operation of the club, especially as restocking may be difficult due to distance.

***Good Humour*** – We are all different and each brings with us the challenges of our own personal lives. However, a sense of civility and humour can ease even difficult circumstances and certainly adds to the pleasure of being a member of the Club.

### EXPECTATIONS OF MEMBERS OF THE MANAGEMENT COMMITTEE (DIRECTORS)

***Honesty and Good Faith*** – Directors will act honestly and in good faith. They are expected to do nothing to violate the trust of the Members whom they serve or fellow Directors with whom they serve.

***Fiduciary Duty*** – Directors will observe a fiduciary duty (or duty of loyalty) to the North Channel Yacht Club. This means that a Director acknowledges that it is a duty to safeguard and pursue the interests of another person (in this case the Club) as though you were that person, and set aside your personal interests while doing so.

***Care, Diligence and Skill*** – Directors will exercise the degree of care, diligence and skill of a reasonably prudent person in comparable circumstances. Directors will make a concerted effort to attend all Board and general meetings. Directors will act responsibly and with due diligence to become familiar with the affairs of the North Channel Yacht Club and to uphold its By-Laws, Rules, Resolutions, Policies, Agreements and the requirements of relevant legislation.

***Conflict of Interest*** – Directors will not place themselves in a position of conflict of interest. A Director may not have any actual or potential conflict of interest with respect to any contract, transaction, warranty claim, legal action, proceedings or any matter detrimental to the North Channel Yacht Club. If a Director becomes aware of any conflict, they will immediately disclose it to the Board. A Director will not promote his/her own interests or those of any Member, family member, friend or contractor to the detriment of or over the interests of the North Channel Yacht Club. A Director will not seek any special benefits or privileges as a Director or accept any compensation either personally or on behalf of any other person except as permitted by a By-Law. A Director will act only in the best interests of the North Channel Yacht Club as a whole and will not favour the interests of any individual or group of Members.

***Confidentiality*** – A Director will not disclose to any person (including a spouse or partner) information determined by the Board to be confidential or privileged or which reasonably ought to be deemed confidential. When in doubt, the Director will request determination by a resolution of the Board.

***Good Conduct*** – At all times, a Director will conduct him or herself in a professional and businesslike manner at meetings of Directors or Members and in informal interactions with Directors and Members. Directors will approach all Board issues with an open mind, preparing to make the best decisions on behalf of the North Channel Yacht Club. Remarks will be confined to the merits of the issues at hand and critical references to individual persons will be avoided. Directors will not attack or disparage other Directors or Members with whom they disagree nor question the motives of other Directors

Directors will act ethically with integrity and in accordance with legal criteria. Directors will comply with rules of good conduct and will deal with others in a respectful manner. Directors will comply with principles of good governance and procedural rules of order.

Recognizing that, to many Members, Directors may be ‘*the face*’ of the North Channel Yacht Club and notwithstanding that there may be divergent opinions expressed, Directors will conduct themselves at all times in a manner that is respectful and cordial. Rude, disrespectful, derogatory or insulting behaviour will not be tolerated as it will lead to loss of support from the Members. Directors will avoid discriminatory comments about others, whether based on gender, race or other characteristics. Such behaviour may put a Director’s continued position on the Management Committee at risk.

***Support*** – Directors will abide by decisions taken by the majority of the Directors even though they may personally disagree. Directors will support those decisions when speaking personally with Members so as to avoid sowing discord and confusion among the Members. If a Director cannot support such decision(s), that Director will respectfully resign from the Board.

***Defamation*** – Directors will not make erroneous or defamatory statements about the North Channel Yacht Club or any Member or Director or contractor of the North Channel Yacht Club.

***Minimize Conflict*** – Directors will attempt to prevent or minimize conflict and disruption and will promote good relations among the Members of our club community. Directors will promote a first class image of the North Channel Yacht Club and its Members.

***Education*** – Recognizing that governance of the North Channel Yacht Club can involve complex and changing requirements, Directors will make an effort to continue to educate themselves by reading relevant magazines, articles from other Yacht Clubs and applicable (and referenced) articles found on the internet.

## **CONCLUSION**

It is the Management Committee's hope that this Code will contribute to making our club a warm and inviting community and an organization of which we are all proud.