



Orange County Economic Development Corporation
Code of Business Conduct and Ethics

As a member of the Board of Directors of the Orange County Economic Development Corporation, I will:

Accountability

- Abide by the Articles of Incorporation, by-laws and policies of the Orange County Economic Development Corporation, DBA Orange County Partnership (OCP) and oversee compliance by the corporation with all laws, regulations and contractual requirements
- Exercise reasonable care, good faith and due diligence in support of the corporation's mission and vision, and to represent the best interests of the corporation at all times
- Remain accountable for prudent fiscal management
- 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 regarding relevant matters of governance, policy making and strategies

Conflict of Interest

- Conduct myself in such a way as to avoid any conflict—or the appearance of such conflict—between the interests of OCP and my own interests

The following activities are considered to be conflicts of interest (conflicts of interest are not limited to the following situations)

1. personally contracting with the OCP, or contracting with the OCP on behalf of an organization in which you serve as a director, officer, paid employee, etc.
2. engaging in activities or sharing information, based upon your knowledge of OCP activities, prior to that information becoming public, that could result in personal profits for you, persons known to you or any organizations you represent
3. putting your personal interests ahead of the best interests of the corporation

- Declare any conflicts of interest, material or otherwise, that may impede my capacity to deliberate, or act in good faith, on behalf of the best interests of the corporation
- Not use my affiliation with the Board to independently promote or endorse political candidates or parties for the purpose of election

Personal and Professional Integrity

- Promote an honest, open and collaborative working environment among board members and staff where all communication and opinions are valued
- Respect the role of the President & CEO as the corporation's chief administrative officer who is solely responsible for the day-to-day management of the organization, including personnel decisions, and who is charged with implementing board policies and directives
- Not fully commit to others to vote in a particular way on an issue before participating in deliberation sessions in which the matter is to be discussed
- Not abuse my position as a board member by suggesting that any OCP employee provide an organization with special treatment beyond the treatment typically given to investors of the organization
- Not accept gifts, money or gratuities from persons who might benefit from service of, or business with, the OCP

Diversity and Equal Opportunity

- Value, champion and embrace diversity in all aspects of OCP activities without regard to race, gender, color, age, sexual orientation or disability
- Ensure the right of all investors and board members to appropriate and effective services without discrimination on the basis of geography, political, religious, or socio-economical characteristics of the region represented

Resources, Information and Confidentiality

- Not divulge any information about OCP that is confidential, privileged or non-public
- Not benefit, financially or otherwise, from knowledge I accrue from my official duties and responsibilities as a board member
- Be mindful of those resources which are in my trust on behalf of the organization, and to help establish policies which ensure the maximization of secure and protected resources

Representing the Organization

- Represent the corporation in such a way as to leave others with a positive impression of the organization.

- Preserve and enhance the good reputation of the corporation and avoid behavior which might damage its image
- Not make any statements to the media representing the opinion or position of the OCP (The Chairman of the Board has that responsibility. If the Chairman is unavailable the Vice Chairman will act on behalf of the Chair.)
- Publicly support and represent the decisions of the board

I also agree to the following:

When conflicts are identified, the Governance Committee will review them and take any necessary action to ensure compliance.

Statement of Commitment

“In establishing policy for and on behalf of the Orange County Partnership’s Investors, I am a custodian in trust of the assets of the organization. The investors recognize the need for competent and committed elected board members to serve their organization and have put their trust in my sincerity and abilities. In return, the members deserve my utmost effort, integrity, honesty, dedication and support.”

“Therefore, as a board member of the Orange County Partnership, I acknowledge and commit that I will observe a high standard of ethics and conduct as I devote my best efforts, skills and resources in the interests of Orange County Partnership and its investors. I will perform my duties as a board member in such a manner that investors’ confidence and trust in the integrity, objectivity and impartiality of Orange County Partnership are conserved and enhanced.”

I, the undersigned, state that I have read, understand and accept the Code of Business Conduct and Ethics. I affirm that I have not had an interest or taken any action which counters the conflict of interest policy of the organization or impedes my ability to act as a fiduciary and in the best interests of the corporation, except potentially those interests or actions as stated and fully disclosed below.

Board Member Name-Please Print

(Board Member Signature)

Date

Disclosure of Conflicts of Interest.....

Nature of Conflict(s)
