

***Scottsdale Area Association of REALTORS®***  
***Code of Conduct for the Board of Directors –***

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The members of the Board of Directors (BOD) of the Scottsdale Area Association of REALTOR® acknowledge and accept the scope and extent of our duties as Directors. The BOD sets the tone and direction of an organization. Effective Board leadership and governance helps to ensure that a nonprofit can operate to its fullest capacity. Creating an effective Board is a continual process that includes recruitment, engagement and development. It is our responsibility to carry out our duties in a businesslike manner that is within the scope of our authority, as set forth by our by-laws and governing policies. Board members must represent, with un-conflicted loyalty, the interests of the membership. This accountability supersedes the personal interests of any Board Member/Director. The BOD will agree to support the vision, mission and strategic plan/governance of SAAR. As a director, we recognize that day to day operations are led by SAAR's CEO, and that the Board-CEO relationship is a collaborative one, and the appropriate involvement of the Board is both critical and expected. As Directors, we must act within the bounds of the authority we are trusted with, and with the clear understanding of our duty to make informed decisions on behalf of the members and staff.

**Board Members will:**

- Act in the best interests of, and fulfill their obligations to the Scottsdale Area Association of REALTORS® members and to the Association;
- Act honestly, fairly, ethically and with integrity;
- Conduct themselves in a professional, courteous and respectful manner;
- Recognize that every Director is voting independently based on the information provided and should be able to do so without repercussion or interference from other Board members;
- Allow every Director to express their opinions openly and without interruption;
- Be ready to receive new information or open debate that may or may not change how they cast their vote;
- Carry a positive message to the members on decisions made by the Board regardless of how a Director voted;
- Not disparage the organization in ways that would be harmful to its mission and success;
- Bring any complaints or concerns regarding employees of the Association to the immediate attention of the CEO;
- Comply with all applicable laws, rules and regulations of the Association, AAR and NAR;
- Act in good faith, responsibly, with due care, competence and diligence, without allowing their independent judgment to be subordinated;
- As a member of the Board, behave in a manner that will enhance and maintain the reputation of the Scottsdale Area Association of REALTORS® at all events and public appearances;
- Maintain confidentiality of all information and discussions until such time as it is decided that a "public" statement will be made or position taken or when authorized or legally required to disclose such information;
- Not use confidential information acquired in the course of their service as Directors for

- their personal advantage;
- Disclose potential conflicts of interest that they may have regarding any matters that may come before the Board and abstain from discussion and voting on any matter in which the Director has, or may have, a conflict of interest pursuant to the Conflict of Interest Policy adopted by the Board and any future modifications which may be adopted by the Board in the future; and
  - Make available to, and share with, fellow Directors information as may be appropriate to ensure proper conduct and sound operation of the Scottsdale Area Association of REALTORS® and its Board of Directors.

Board members will annually sign a confirmation that they have read and will comply with the Scottsdale Area Association of REALTORS® Code of Conduct.

SIGNATURE: \_\_\_\_\_

DATE: \_\_\_\_\_