



## New Jersey School Boards Association Insurance Group

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Board of Trustees Meeting of June 27, 2012

Action Item

First Reading

Trustee Code of Conduct Policy 2100 & Trustee Conflict of Interest Policy 2105

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The attached policies 2100 (Trustee Code of Conduct) and 2105 (Trustee Conflict of Interest) were not included in the May 30, 2012 meeting. The personnel sub-committee reviewed the proposed content with Susan Hodges on a conference call.

**Recommended Resolution:** Approve policies 2100 and 2105 as a first reading.

*Marty*

Marty Kalbach, Director  
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# NJSBAIG Policies

Adopted:

Index #: 2100

Amended:

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Reviewed:

## **BOARD OF TRUSTEES CODE OF CONDUCT**

The following general principles set forth the expected code of conduct to guide the activities of the Group's Board of Trustees.

1. Dedication to the highest ideals of honor, integrity, and due diligence so that the Group's Board of Trustees may merit respect and public confidence in all their dealings.
2. Dedication to the concepts of democratic, effective and efficient governance by responsible, knowledgeable elected and appointed officials with an understanding that official decisions made and actions taken by the Group are always made in the best interests of Group's member school districts, as opposed to the interests of the Group's Trustees or other outside interests.
3. Commitment to the principle that the Group's Board of Trustees is ultimately responsible for establishing the Group's goals and objectives and in making policy decisions on behalf of the Group's ownership. This responsibility cannot be transferred or delegated.
4. Dedication to the principle that individual Trustee's should consistently seek guidance and direction from the Group's governing body as a whole on matters of Group policy and refrain from promoting any candidate for election and/or appointment to the Group's Board of Trustees.
5. Commitment to the principle that Group Trustees should be expected to provide policy proposals and recommendations to the Board of Trustees and provide Trustees with information and advice on matters of policy as a basis for making decisions. Once the Board of Trustees has acted, employees should be responsible for implementing and upholding all official policies and decisions adopted by the Board of Trustees, without interference.
6. Dedication to the continual improvement of the professional abilities and expertise of the Board of Trustees and employees in matters relating to Group governance and management or administration.

7. Dedication to the principle that members of the Group's Board of Trustees and employees share a responsibility to communicate with the Group's member school districts regarding Group objectives/activities/outcomes and should seek to improve the quality and image of the Group at all times.
8. Dedication to the principle that all matters of procurement, personnel administration and outside contracting are administered on the basis of merit so that fairness and impartiality govern all governance and management decisions.
9. Dedication to the principle that matters of Group governance and/or management/administration cannot be bought or sold. No member of the Group's Board of Trustees should ever solicit a personal gift of any value from any third-party performing work on behalf of or in any way associated (or potentially associated) with the Group. This principle adheres to Group policy #2100 **#2105**.
10. Dedication to the principle that conflicts of interest, as outlined in Group policy #2100 **#2105**, should be avoided and where present shall be fully disclosed. This includes situations when members of the Group's Board of Trustees or employee's personal interests (including those of his/her family) are contrary to his/her loyalty to the Group.

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# NJSBAIG Policies

Adopted:

Index #: 2105

Amended:

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Reviewed:

## **TRUSTEE CONFLICT OF INTEREST**

1. No Trustee or member of his/her immediate family shall have an interest in a business organization or engage in any business, transaction, or professional activity, which is in substantial conflict with the proper discharge of his/her duties to the Group;
2. No Trustee shall use or attempt to use his/her official position to secure unwarranted privileges or advantages for himself/herself or others;
3. No Trustee shall act in his/her official capacity in any matter where the Trustee, a member of the Trustee's immediate family, or a business organization in which the Trustee has an interest, has a direct or indirect financial or personal involvement that might reasonably be expected to impair the Trustee's objectivity or independence of judgment;
4. No Trustee shall undertake any employment or service, whether compensated or not, which might reasonably be expected to prejudice the Trustee's independence of judgment in the exercise of his/her duties;
5. No Trustee, member of his/her immediate family, or business organization in which the Trustee has an interest, shall solicit or accept any gift, favor, loan, political contribution, service, promise of future employment, or other thing of value based upon an understanding that the gift, favor, loan, contribution, service, promise, or other thing of value was given or offered for the purpose of influencing the Trustee, directly or indirectly, in the discharge of the Trustee's official duties;
6. No Trustee shall use, or allow to be used, the Trustee's position with the Group, or any information, not generally available to the members of the public, which the Trustee receives or acquires in the course of and by reason of his/her seat on the Board of Trustees, for the purpose of securing financial gain for the Trustee, any member of the Trustee's immediate family, or any business organization with which the Trustee is associated;
7. Nothing shall prohibit Trustees from representing themselves, in negotiations or proceedings with/before the Group concerning their own interests.

8. No Trustee of the Group shall engage in the same or a similar line of business or research as that carried on by the Group. A Trustee shall not have a financial interest in a company which is a competitor of or supplier to the Group. Financial interests held by a Trustee or by his or her immediate family members in such companies are to be disclosed immediately to the company so that a determination can be made as to whether a conflict exists. Members of the Trustee's immediate family include spouse, children, and any other relative sharing the same home as the Trustee.

#### Conflict of Interest Procedure

No Trustee shall accept any gift, service, or favor from anyone doing business with the Group without:

1. Disclosure to the TO THE DIRECTOR IF THE RECIPIENT IS A TRUSTEE; OR,
2. Turning the gift over to the Group for its benefit and use.

Under no circumstances shall any Trustee engage in any practice which can be construed as contrary to Group interest.

Review date 4/6/11