

Code of Conduct for DTNA Board Members

Adopted May 5, 2025

How We Treat Each Other

As members of the Board of the Duboce Triangle Neighborhood Association, we believe that to work successfully together and on behalf of our neighborhood, we must adhere to the following working agreements:

1. **Trust:** Assume good intentions.
2. **Curiosity:** Ask questions to listen, not just to wait for your turn to speak.
3. **Civility:** Treat others with the respect you expect to be treated with. Remember: we are volunteers.
4. **Humility:** We advocate, we recommend, we collaborate and we hold other external relationships accountable for promises made. We are not an authorized body that makes decisions that must be adhered to by other bodies, including our government.
5. **Collaboration:** We must work together to get things done. Let's share the workload, even if it's a project that isn't close to your own heart.

How We Conduct Our Business With External Bodies

1. Always hold the betterment of the organization as your priority, including during all participation and voting matters.
2. Adhere to the [DTNA Bylaws](#).
3. Agree to terms of the [Transparency of Conflicts of Interest Policy](#).
4. Commit to the following external communications processes:
 - A. As a member of the board, you speak for the Board of DTNA on any topic on any platform - website, newsletter, social media, press, one-on-one, if and only if there has been a discussion on it and if needed, a vote.
 - All votes shall adhere to a 3/4th majority rule - specifically 8 out of 11 board members, for a motion to pass or fail. If we are just 50+1, we risk losing the cohesion of this important volunteer body.
 - All external formal communication by Board President, Committee Leads or Designated Board Member (other than website/social media and newsletter) should be shared with the entire Board. If it is more internal (ie committee communications), ensure everyone involved in the committee is apprised of the communication to ensure transparency and alignment.
 - All written communication must adhere to the working agreements above to model the level and tone of discourse we aim to have with our neighborhood and our City.

- Once a decision has been made by the board, it is incumbent upon us as individuals to speak in support of the board's decision, to ensure unity of voice.
- B. You speak for the membership at large on any topic if and only if we as a board have done due diligence to survey the neighborhood's membership for their opinion. This can be done through Survey Monkey or other methods, to be determined.
 - C. You speak for yourself as a resident and/or worker in the DTNA membership if you do not adhere to items "a" and "b". You can reference conversations held at the board or membership meeting level when speaking on your own behalf, but do not reveal confidential information or that which would put any board member in a bad light. Do not speak "on behalf of the board" unless the board has discussed and approved supporting an action.

Overall, use your judgement. If you are wondering whether or not the Board should know about something, then default to telling us. Avoid clogging up email, but be communicative so that we are all know what's going on and can be aligned internally and externally.

5. Gifts, favors, or benefits extended to any of us may be an effort to secure advantage from us as a board member of DTNA. We will reject such offers and disclose the offer to the DTNA board.

How We Communicate Internally

1. Use Slack for information sharing and informal discussion. Do not use Slack to post any document or ask for a decision by the group. Use Slack to direct board members to email communications (see below).
2. Use Text for information sharing and informal discussion. Do not Text to post any document or ask for a decision by the group. Use Text to direct board members to email communications (see below).
3. Use Email to communicate more formally, including
 - a. Document sharing (via Google Drive)
 - b. Requests for a decision by the Board, with the intention of providing time for ample discussion among the board before any board-led decision is made.
 - c. Important information that requires a response.
4. All forms of internal communication must adhere to the working agreements.

Confidentiality

DTNA Board Members are reminded that confidential financial and other matters concerning the organization, members, donors, contractors, grant recipients, funders, politicians or other information may be included in meeting materials or discussed in board and membership meetings from time to time. Board Members should not disclose such confidential information to anyone

Interpretation and Enforcement

All complaints concerning a possible violation shall be made in writing to or by the president with a copy provided to the complainant.

The president shall make an initial determination of the issue and shall attempt initial resolution of the problem with the complainer and the complainant.

If this initial attempt at resolution is not successful, the president shall appoint the Executive Committee to investigate the complaint within 30 days. The president will render their decision within ten days of receiving the EC'S report.

The president's decision may be appealed in writing to the board of directors for consideration at the board's next meeting for a final decision. The final decision shall be delivered in writing to the complainer and complainant.

Should the president be the subject of a written complaint, the vice president shall perform the duties normally assigned to the president in this matter.

Consequences for Violation

Penalties imposed for breach of the Board Member Code of Conduct may include, but are not limited to, the following:

- Private warning, with continued conversation to hold the board member accountable.
- In unresolvable, with at least 15 days notice to the member, termination of board membership in a resolution passed by a vote of three-fourths of the board at a board meeting, provided that the proposed resolution is given with the notice calling the board meeting and the member was given an opportunity to submit a statement in advance.