

## 2. Code of Ethics and Conflict of Interest Policy

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The Board of Directors of the Library System of Lancaster County (“Board Members”) shall uphold the highest legal, ethical and moral standards. The Library System’s reputation for integrity and excellence requires a scrupulous regard for the highest standards of conduct and personal integrity by Board Members.

To this end, Board Members shall:

1. Comply with all applicable laws and regulations.
  2. Refrain from any dishonest or unethical conduct.
  3. Perform responsibilities with independence, integrity, objectivity and fairness.
  4. Demonstrate a professional, businesslike, and respectful demeanor in carrying out the Library System mission.
  5. Vote according to one’s individual conviction, respect the opinions of others, respectfully challenge others when necessary, support the decisions of the majority of the board, and work with fellow board members in a spirit of cooperation.
  6. Keep executive session matters confidential.
  7. Defer to the President of the Board or designee as the sole spokesperson for the Board.
  8. Consistently serve the best interest of the Library System of Lancaster County.
  9. Avoid any interest or activity that is in conflict with the conducting of governance duties. An example of a conflict of interest exists where a Board Member is a director or officer of another entity that may derive a benefit from a matter before the Board for decision, including a close personal interest in a person, company, product or transaction. Upon identification of an actual conflict of interest, the Board Member shall cease any involvement in the matter before the Board, including discussions of the matter with fellow Board members and the LSLC staff. In those circumstances where a Board Member cannot participate in a matter in a fair, unbiased and impartial manner, for whatever reason, the Board Member must withdraw from deliberation and decision making in that matter.
- In order to avoid even the mere appearance of a conflict of interest, the Board Member must disclose any actual or possible conflicts of interest to the Board President and the LSLC Executive Director on an annual basis, or as such conflicts arise.
10. Avoid any financial and business dealings that directly or indirectly affect the Board Member’s ability to be fair, unbiased and impartial in the fulfillment of the Board duties. A financial conflict of interest may include, but is not limited to, a person’s direct financial or close personal interest in a person, company, product or transaction. A Board Member is prohibited

from using or disclosing information gleaned from Board proceedings in the Board Member's financial dealings, or for any other purpose that is not related to the business of the Board. In those circumstances where a Board Member may personally profit, financially or otherwise, from a matter to be decided by the Board, the Board Member must disclose the conflict and not participate in the decision-making process.

11. Avoid the acceptance or solicitation of any gift, compensation, favorable treatment or anything of value from an individual or business entity with business before the Board. Exceptions to this general rule include the acceptance of the following:

Food and beverage served at a function which the Board member or officer attends as an invited guest, in his or her official capacity with the Board of Directors of LSLC;

Unsolicited, promotional materials of nominal value such as pens, notepads or other items; and

c, A token of esteem or appreciation, such as a plaque, memento or non-monetary gift, presented to an outgoing Board member or officer, at a public occasion or appearance such as the LSLC annual meeting.

12. Conduct Board action and deliberation in compliance with the Pennsylvania Sunshine Act 65 Pa. C.S.A. § 701, commonly known as the "Open Meeting Law."

In general, the use of good judgment based on high ethical principles will guide Board Members regarding acceptable conduct. A failure to abide by these principals may be grounds for removal of a Board Member.

I have read the Commitment Statement of the Board of Directors of the Library System of Lancaster County and agree to abide by it.

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Signature

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Date

Approved September 19, 2018