



Focusing Together On Health

Northeast Oregon Network
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NORTHEAST OREGON NETWORK BOARD MEMBER AGREEMENT

As a NEON Board Member I agree to abide by the following duties to the organization:

Duty of care is a standard that requires a board member to exercise the same care that an ordinary, prudent person would exercise in a like position or under similar circumstances. It means that board members should attend board meetings and be informed about the activities of the organization in order to be able to make informed and independent decisions when voting.

Duty of loyalty is a standard that requires a board member to act in good faith, be faithful to the organization and pursue of the organization's best interests. It means that board members must be dedicated to the organization's mission and put the interests of the organization above self-interest.

A breach of this standard would be considered self-dealing. To eliminate the risk of self-dealing, directors should provide full disclosure of any issues that could cause a potential conflict of interest. If potential conflicts of interest occur, the affected board members should not attempt to unduly influence the rest of the board and should recuse themselves from voting on the matter.

Duty of obedience requires the board to act in accordance with the organization's rules and policies, and in furtherance of its goals as stated in the mission statement, articles of incorporation and bylaws. In addition, the board must comply with state and federal laws. The duty of obedience forbids acts outside the scope of corporate powers.

I also agree to abide by the following NEON governing documents:

- ❖ The NEON Articles of Incorporation and Bylaws
- ❖ The NEON Confidentiality Policy
- ❖ The NEON Conflict of Interest Policy
- ❖ The NEON Whistleblower Policy
- ❖ Any other applicable policies as the board may designate.

By signing this agreement I indicate that I have received copies of the applicable policies, have had a chance to ask any questions to ensure I understand them, and agree to abide by them.

X

Signature