# GREAT PLAINS RODEO ASSOCIATION, INC.
## Code of Conduct

The Great Plains Rodeo Association, Inc., ("GPRA") has adopted the following Code of Conduct that all Board members, agree to adhere to by signing below:

Introduction

All Board members, members and volunteers of GPRA shall act with honesty, integrity and openness in all their dealings as representatives of GPRA. The GPRA promotes an environment that values respect, fairness, equality and integrity.

The GPRA has a clearly stated mission and purpose, approved by the Board of Directors, in pursuit of the public good. All of its programs support that mission and all who work on behalf of GPRA understand and are loyal to that mission and purpose. The mission is responsive to the constituency and communities served by GPRA and of value to the society at large.

The GPRA is knowledgeable of and complies with all laws, regulations and applicable international conventions.

Responsible Stewardship

The GPRA manages its funds responsibly and prudently. This should include the following considerations:

a. It spends a reasonable percentage of its annual budget on programs in pursuance of its mission;
b. It spends an adequate amount on administrative expenses to ensure effective accounting systems, internal controls, and other expenditures critical to professional management;
c. It does not accumulate operating funds excessively;
d. It ensures that all spending practices and policies are fair, reasonable and appropriate to fulfill the mission of GPRA;
e. All financial reports are factually accurate and complete in all respects.
f. It provides comprehensive and timely information to the public, the media, and all stakeholders and is responsive in a timely manner to reasonable requests for information. All information about GPRA will fully and honestly reflect the policies and practices of the organization. Basic informational data about the organization, such as the Form 990, reviews and compilations, and audited financial statements will be posted on GPRA's website or otherwise be made available to the public. All solicitation materials shall accurately reflect GPRA's policies and practices and will reflect the dignity of program beneficiaries. All financial, organizational, and program reports will be complete and accurate in all material respects.

Program Evaluation

GPRA regularly reviews program effectiveness and has mechanisms in place to incorporate lessons learned into future programs. GPRA is committed to improving program and organizational effectiveness

and develops mechanisms to promote learning from its activities. GPRA is responsive to changes in its field of activity and is responsive to the needs of its constituencies.

Inclusiveness and Diversity

GPRA has a policy of promoting inclusiveness, and its Board and members reflect diversity in order to enrich its programmatic effectiveness. GPRA takes meaningful steps to promote inclusiveness in its promotion, programs, and constituencies served.

Fundraising

GPRA shall be truthful in its solicitation materials. GPRA respects the privacy of individual donors and expends funds consistent with donor intent. GPRA discloses important and relevant information to potential donors.

Prohibition Against Private Inurement and Procedures for Managing Conflicts of Interest

No member of the Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a Board member with the GPRA. Members of the board shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board. Nevertheless, conflicts may arise from time to time.

a) When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of GPRA and the Board member's personal interests, the Board member has a duty to immediately disclose the conflict of interest so that the rest of the Board's decision making will be informed about the conflict.

b) It is every Board member's obligation, in accordance with this policy, to ensure that decisions made by the Board reflect independent thinking. Consequently, in the event that any Board member receives compensation from GPRA, such compensation will be determined by and approved by the full Board in advance.

c) Any conflicts of interest, including, but not limited to financial interests, on the part of any Board Member, shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action, and through an annual procedure for all Board members to disclose conflicts of interest.

d) Any Board Member having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.

e) All conflicts disclosed to the Board will be made a matter of record in the minutes of the meeting in which the disclosure was made, which shall also note that the Board member with a conflict abstained from the vote [and was not present for any discussion, as applicable] and was not included in the count for the quorum for that meeting.

f) Any new Board member will be advised of this policy during board orientation and all Board members will be reminded of the Board Member Code of Conduct and of the procedures for disclosure of conflicts and for managing conflicts on a regular basis, at least once a year.

g) This policy shall also apply to any Board member's immediate family or any person acting on his or her behalf.

Prohibition Against Sexual Harassment

The GPRA strives to maintain a workplace that is free from illegal discrimination and harassment. While all forms of harassment are prohibited, it is the organization's policy to emphasize that sexual harassment is specifically prohibited. Any board member who engages in discriminatory or harassing conduct towards is subject to removal from the Board. Complaints alleging misconduct on the part of Board members will be investigated promptly and as confidentially as possible by a task force of the Board appointed by the Executive Committee.

Confidentiality

Board members are reminded that confidential financial, personnel and other matters concerning the organization, donors, staff or clients/consumers may be included in board materials or discussed from time to time. Board members should not disclose such confidential information to anyone.

Active Participation

Board members are expected to exercise the duties and responsibilities of their positions with integrity, collegiality, and care. This includes:

- ❑ Making attendance at all meetings of the board a high priority.
- ❑ Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.
- ❑ Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all board discussions, as well as supporting actions of the Board even when the Board member personally did not support the action taken.
- ❑ Putting the interests of the organization above personal interests.
- ❑ Representing the organization in a positive and supportive manner at all times and in all places.
- ❑ Showing respect and courteous conduct in all board and committee meetings.
- ❑ Refraining from intruding on administrative issues that are the responsibility of management, except to monitor the results and ensure that procedures are consistent with board policy.
- ❑ Observing established lines of communication and directing requests for information or assistance to the executive director.

I, Paul Boyd, recognizing the important responsibility I am undertaking in serving as a member of the Board of Directors of Great Plains Rodeo Association, hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations associated with my role as a Board member and abide by this Code of Conduct. I understand that failure to abide by this

Code of Conduct may result in my removal as a Board Member, pursuant to the requirements and processes provided in the organization's governing documents.

Signature Date 01/02/2019