

## CODE OF ETHICS FOR DIRECTORS

I WILL, to the best of my ability:

- Attend all MHAPCI meetings
- Read MHAPCI's policies, bylaws, and meeting materials
- Ensure that MHAPCI is in compliance with legal requirements
- Respect the opinions of other board members
- Respect and support the majority decisions of the board
- Recognize that all authority is vested in the board when it meets in legal session, and not with individual Board members
- Call to the attention of the board any issues that I believe will have an adverse effect on MHAPCI or those we serve
- Refer constituent or staff complaints to the CEO
- Refer all requests for Corporate information, other than Published materials intended for general distribution, to the CEO or Board President
- Recognize that a board member's job is to ensure that MHAPCI is well managed, not to manage MHAPCI
- Represent all members of MHAPCI and not a particular geographic area or special interest groups
- Regularly review the financial status of MHAPCI and monitor compliance with board policies
- Consider myself a trustee of MHAPCI and do my best to ensure that MHAPCI is well managed, financially secure, growing and always operating in the best interest of its members
- Declare any conflict of interests between my personal life and my position on the board, and avoid voting on issues that are or appear to be a conflict of interest

- Disclose to the Board any gift or thing of value that I receive from a consultant, vendor, contractor or outside agency doing business with or soliciting business from the Company, in the event that any such gift or thing of value is worth in excess of \$100

I WILL NOT:

- Disclose corporate information, other than published materials intended for general distribution, to any party
- Make any direct or indirect political contributions on behalf of MHAPCI
- Be critical of other board members, staff, or MHAPCI to any other party
- Use my position as a Director of MHAPCI for my personal advantage or the personal advantage of other directors, my friends or relatives; nor will I solicit or receive any gifts from anyone who does or proposes to do business with MHAPCI
- Discuss the confidential proceedings of the board outside of board meetings
- Promise prior to a meeting how I will vote on any issue in the meeting
- Interfere with duties of the CEO or undermine the CEO's authority

Signed: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Date: \_\_\_\_\_

Witnessed: \_\_\_\_\_

Date: \_\_\_\_\_