

Lake Roland Nature Council, Inc.

CODE OF ETHICS POLICY

1. CODE OF ETHICS

a. Goals and Intentions

All directors, officers, employees, independent contractors and volunteers of Lake Roland Nature Council, Inc., a Maryland nonstock corporation (“LRNC”) are expected to act with honesty, integrity and openness in all of their dealings for and on behalf of LRNC. The Code of Ethics (this “Code”) set forth in this Code of Ethics Policy is intended to assist LRNC’s directors, officers, employees, independent contractors and volunteers in conducting their activities for and on behalf of LRNC ethically and legally.

b. Applicability

The Code uniformly applies to all directors, officers, employees, independent contractors and volunteers of LRNC (each, a “Covered Person”). Although the Code may exceed applicable legal requirements, the Code or any communication by any Covered Person, whether oral or written, is not intended in any way to create a contractual right. For the purposes of the Code, a volunteer is a person who regularly performs volunteer activities for LRNC or as may otherwise be determined by the Executive Committee of the Board (as herein defined).

c. Standards of Conduct

All Covered Persons shall observe the following standards of conduct in the performance of their work for the organization:

Obedience to the Law

- Covered Persons will endeavor to be knowledgeable of, and fully comply with, all laws and regulations in the performance of their work on behalf of the organization and when necessary will seek appropriate counsel.
- All solicitations of funds on behalf of the organization will be undertaken in full compliance with all relevant laws and tax regulations.
- LRNC’s financial activity will be reported in full compliance with all required laws and regulations.

Honesty and Fairness in all Business Dealings

- Covered Persons will act with honesty, integrity, and openness in

all their dealings for and on behalf of the organization, both internally and externally.

- No Covered Person will take unfair advantage of anyone (internal or external to LRNC) through manipulation, concealment, abuse of confidential or proprietary information, misrepresentation of material facts or any other intentional or unfair dealing or practice.
- No Covered Person will use his or her position with LRNC for personal gain or to benefit another person or group at the expense of LRNC, its mission, its reputation, and the constituents it serves.

Governance

- LRNC will have an active governing body in its Board of Directors (the “Board”).
- In accordance with the articles of incorporation and by-laws of LRNC, the major policies and strategic direction of the organization will be determined and overseen by the Board. Implementation of LRNC’s policies and the day-to-day management of the organization will be supervised by LRNC’s officers.
- The Board will cause LRNC to operate in accordance with its governing instruments, including its articles of incorporation, by-laws, policies and, where applicable, designation agreements, which establish LRNC’s organizational structure and set forth its purposes and goals.
- In general, LRNC’s Board members will:
 - Abide by the articles of incorporation, by-laws, policies, and other governance instruments of LRNC.
 - Exercise reasonable care, good faith, and due diligence in organizational affairs.
 - Cause LRNC to have a conflict of interest policy that ensures that any conflicts of interest or the appearance thereof are avoided or appropriately managed through disclosure, recusal or other means.
 - Fully disclose, at the earliest opportunity, information that may result in a perceived or actual conflict of interest in accordance with the Conflict of Interest Policy set forth below in Part II. Such disclosure does not preclude or imply ethical impropriety.
 - Fully disclose, at the earliest opportunity, information of fact that would have significance in Board decision-making.
 - Remain accountable for prudent fiscal management to LRNC and its members, and where applicable, to government and funding bodies.

- Ensure that processes are in place for maintaining the integrity of: the organization, its financial statements, compliance with laws and ethics, and relationships with other Covered Persons.
- Be responsible for the hiring, firing, and regular review of the performance of LRNC's officers, and ensure that the compensation of the officers is reasonable and appropriate.
- Ensure that the officers of LRNC and appropriate staff provide the Board with timely and comprehensive information so that the Board may perform its duties effectively.
- Ensure that LRNC promotes working relationships with Board members, staff, volunteers, Baltimore County government including, but not limited to the Baltimore County Department of Recreation and Parks, and program beneficiaries that are based on mutual respect, fairness and openness.
- Ensure that the funds, assets and resources of LRNC are responsibly managed.
- Ensure that the organization has the funding and other resources (including staff) to carry out its programs effectively.

Fiscal Management and Accountability

- LRNC will ensure proper stewardship of all contributions, donations, membership fees and other funds, including: careful investment of funds, timely reports on the use and management of funds, and will prudently use funds consistent with donor intent and in furtherance of its Mission, and will obtain explicit consent by the donor before altering the conditions of any donation/gift.
- LRNC will ensure open and transparent reporting and fiscal accountability and will ensure that all financial reports are factually accurate and complete in all material respects and fully disclose the financial condition of the organization.
- LRNC and its Covered Persons will refrain from using organizational resources for non-LRNC purposes.
- LRNC will spend an adequate amount of its budget on administrative expenses to ensure that effective accounting systems, internal controls, competent staff, and other expenditures critical to professional management are in place.
- LRNC will compensate staff and any other others who may receive compensation reasonably and appropriately.
- LRNC will ensure that its fundraising costs are reasonable.

- LRNC will spend a reasonable percentage of its annual budget on programs in pursuit of its Mission.
- LRNC will not accumulate operating funds excessively.

Commitment to Diversity

- LRNC will promote the inclusiveness of its staff, Board, members, volunteers, and all other Covered Persons to reflect diversity in order to enrich its programmatic effectiveness and achieve its mission.
- LRNC will take significant steps to promote fairness and inclusiveness in its hiring, retention, promotion, Board recruitment, and constituencies served.
- LRNC will not discriminate on the basis of race or ethnic origin, age, gender, sexual orientation, political persuasion, or any other basis provided in applicable federal, state, or local law.

Public Information/Communication

- LRNC's Board of Directors will adopt policy statements that express its values and convictions on issues that are considered critical to the fulfillment of its mission. All of LRNC's marketing collateral and solicitation materials will accurately represent the organization's mission and policies.
- LRNC Board members, officers, and staff will endeavor to ensure that in the performance of their respective responsibilities all confidential, privileged or nonpublic information given to them is not disclosed inappropriately. LRNC will adopt policies and procedures designed to protect confidential and/or proprietary information and to respect the privacy rights of all individuals.
- No Covered Person will endorse the application for LRNC Board membership of a person known by that Covered Person to be unqualified in respect to character, education, length of service, or some other relevant factor.

d. Enforcement of the Code

It is the responsibility of all Covered Persons to comply with the Code and to report violations or suspected violations to the President of LRNC or to a member of the Executive Committee of the Board of Directors of LRNC in accordance with the Whistleblower Policy of LRNC (a "Violation Report"). The President of LRNC or the member of the Executive Committee of the Board will notify the sender and acknowledge receipt of the Violation Report promptly upon receipt, unless the Violation Report is made by an unknown source. All Violation Reports will be promptly investigated and appropriate corrective action will be taken in accordance with the terms of the Whistleblower Policy of LRNC and, as applicable, subject to the Bylaws of LRNC (as the same may be amended or restated from time to time).