



# OAK RIDGES MORAINÉ LAND TRUST

## Board Candidate Commitment and Confidentiality Agreement

I, \_\_\_\_\_, agree that if elected or appointed as a Member of the Board of Directors for the Oak Ridges Moraine Land Trust (“the Trust”), I will adhere to this Agreement. I understand that I have legal and ethical obligations to ensure the Trust can fulfil its mission.

I believe in the vision, values and mission of the Trust, and will inform myself, and stay informed, of the articles and by-laws of the Trust, its mission, values, strategic directions, policies, and operations. I am informed of the duties and responsibilities of a Board Member as outlined in the Trust’s Board Member/Director Job Description and I will act responsibly and prudently to the best of my personal ability to fulfill them. As a Board Member I will act in the best interests of the Trust consistent with its mission.

I confirm that I am at least 18 years of age, have not been declared incapable under the laws of a Canadian province or territory, or by a court in a jurisdiction outside Canada, am not an undischarged bankrupt, am not an ineligible individual under the *Income Tax Act*, and am not on a Canadian terrorist list to my knowledge.

I acknowledge and agree that:

1. I will maintain confidentiality with respect to all confidential information of, or concerning, the Trust, as well as of, or concerning, the clients, donors, partners, suppliers and others they serve, work with or associate with.
2. For purposes of 1., included is confidential information relating to plans, strategies, programs, finances, budgets, operations, funding, donations, and salaries, and also data, records, technology, and personal information pertaining to clients, donors, staff, or volunteers other than myself.
3. Materials which may be created by me, and/or by others, in the course of service to the Trust are the property of the Trust.
4. Upon termination of my role with the Trust, I will promptly return all confidential information and materials of the Trust which I may have, as may be requested, and will otherwise safely destroy them.
5. Further, I will maintain confidentiality with regard to Board and In Camera discussions and minutes.

I acknowledge that I have reviewed the Oak Ridges Moraine Land Trust Code of Conduct including the guidelines for conflict of interest and will comply with the Code at all times while undertaking activities on behalf of the Land Trust.

I understand that failure to comply with the approved policies of the Oak Ridges Moraine Land Trust or this agreement may result in disciplinary action and/or legal action, including a request for my resignation or my dismissal from the Board of Directors.

As a Board Member, my duties and responsibilities include the following:

1. I will serve for my approved term of office, and may seek re-election at the completion of my term of office, within limits set out in the bylaws.
2. I will faithfully represent the Trust and help to fulfil its mission to the community at large by acting as a Trust ambassador in support of its mission.
3. I will represent the approved vision, values, mission, strategies and programs of the Trust, and will conduct myself so as not to impair the integrity or credibility of the Trust or its partners.
4. I will help in attracting new volunteers, members, landowner contacts, donors, and partners to join in the Trust's efforts.
5. I will engage in strategic planning for the Trust and I will help shape the vision, mission, policies, programs, priorities and practices to guide its work.
6. I will endeavor to attend at least 75% of Board meetings as well as key events (e.g., annual gathering, Annual General Meeting and special fundraising events). I will inform the Board Chair, Committee Chair or CEO in advance if I will not be able to attend a Board or member meeting or gathering.
7. I will review the materials for Board and committee meetings in advance and come prepared for discussions.
8. I will make an annual or more frequent personal financial contribution that is meaningful to me.
9. I understand that all Board Members are expected to help with revenue development (e.g., donation letters, donor recognition and thanks, special events, donor visits and meetings with donors) and I will support the Trust's fundraising within my abilities as the need arises and my schedule allows.
10. I will act in the best interests of the Trust, declare and manage any Conflicts of Interest, and avoid any unethical behaviour. I will not use my Board Member position with the Trust for personal gain and will declare a conflict and excuse myself from being present for or seeking to influence discussions and votes where I have any real or perceived conflict of interest.
11. I will stay informed about what is going on in the Trust. I will ask questions and request information relevant to Board and Board committee decisions and

discussions as may be necessary. I will prepare for, participate in and take responsibility for making decisions on issues, policies, finances and other Board matters. To the best of my ability, I will take advantage of educational and professional development opportunities in order to become better informed.

12. I will volunteer and participate by serving on at least one Trust committee, working group, or project at all times and where possible within my time and abilities contribute other services.

If I do not fulfill these commitments, I can expect the Trust Chair, Vice Chair or Chair of Governance to call on me and discuss the Board Member duties and responsibilities that are necessary for me to fulfill as a condition of my continuing to be a Board Member. In turn, I understand the Trust will support my duties and responsibilities including:

1. I will be sent, without request, meeting agendas, financial reports, CEO reports, activity updates, and other materials by electronic mail or other means that support being an informed and responsible Board and Committee Member.
2. I will be provided with an initial orientation and may be offered educational development opportunities to help me perform my duties and keep me informed about the Trust.
3. Board Members and the CEO will respond to questions that I feel are necessary to carry out my duties and responsibilities as a Board Member.
4. I will expect other Board Members and our staff to be respectful and collaborative.
5. If the Trust does not fulfill these, I may raise it with the Board Chair and/or CEO.

I understand and agree to the terms above.

Signed:

\_\_\_\_\_  
Board Candidate

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

\_\_\_\_\_  
Board Chair on behalf the Trust

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

After the candidate has signed two copies, the Chair will sign both, provide one copy to the CEO and give one copy to the Board Candidate for personal reference.