

NSHBA Standards of Conduct

Board of Directors Standards of Conduct was adopted by the Board of the Nebraska State Home Builders Association (NSHBA) on September 29th, 2006.

Preamble

NSHBA is a not-for-profit, tax-exempt trade association formed to promote, develop, educate, and otherwise further the housing industry. NSHBA's principal membership class consists of individuals engaged in all aspects of the housing industry. The business of the Association is under the direction of the NSHBA Board of Directors. The Board's Standards of Conduct serves as a guideline for association volunteers in their capacity as Board Members.

The principles and requirements that comprise these standards, along with the NSHBA Board approved Conflict of Interest Policy and the Code of Ethics as found in the By-laws, are based on and are designed to ensure full compliance by NSHBA and its Officers and Directors with their fiduciary duties. These standards are designed to ensure that individual members of the Board of Directors conduct the business of the Association with integrity, allowing for the appropriate expression of dissenting viewpoints, and representing the business interests of the Nebraska State Home Builders Association. Members of the Board affirm their endorsement of these standards and commit to uphold these principles and obligations by accepting and retaining membership on the Board.

Board of Directors Standards of Conduct

While nominated by a local affiliate, members are elected by the NSHBA Board at the Annual Meeting. Members of the Board (including ex officio members of the Board) shall at all times abide by and conform to the following Standards of Conduct in their capacity as Board Members:

- 1) When serving in the capacity as a member of the NSHBA Board of Directors, each members' fiduciary responsibility requires that they act in the best interest of the Nebraska State Home Builders Association at all times.**
- 2) Each member of the Board of Directors will abide by all other rules and regulations of the association (including but not limited to the Association's articles of incorporation and bylaws, Conflict of Interest Policy, etc...) and will ensure that their membership in their local association remains in good standing at all times.
- 3) Members of the Board of Directors will conduct the business affairs of the association in good faith and with honesty, integrity, due diligence, and reasonable competence.

- 4) Except as the Board of Directors may permit, or as otherwise required by law, no Board member shall share, copy, reproduce, transmit, divulge or disclose any confidential information related to the affairs of the association and each member of the Board will uphold the strict confidentiality of all meetings and other deliberations and communications of the Board of Directors. All discussions and actions by the Board conducted in Executive Session shall be maintained as confidential and cannot be shared with those outside the NSHBA Board of Directors or relevant and applicable staff.
- 5) Members of the Board of Directors will exercise proper authority and good judgment and appropriate business conduct in their dealings with association staff, vendors, exhibitors and the general public and will respond to the needs of the Association's members in a responsible, respectful, and professional manner in their role as Members of the Board.
- 6) No member of the Board of Directors will use any proprietary information provided by the Association or acquired as a consequence of the board member's service to the Association in any manner other than in furtherance of his or her board duties.
- 7) No member of the Board of Directors shall persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the Association to terminate, curtail, or not enter into a relationship to or with the Association, or to in any way reduce the monetary or other benefits to the Association of such relationship.
- 8) The Board of Directors must act at all times in the best interests of the Nebraska State Home Builders Association and not for personal or third-party gain or financial enrichment. In accordance with the approved NSHBA Conflict of Interest Policy, when encountering potential conflicts of interest, board members will identify the conflict and, as required, remove themselves from all discussion and voting on the matter.
- 9) No member of the Board of Directors shall engage in or facilitate any discriminatory or harassing behavior directed toward association staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the Association. Similarly, a Board Member should not engage in speech or conduct which is disparaging or derogatory of persons based on their race, color, religion, national origin, sex, age, marital status, personal appearance, sexual orientation, family responsibilities, physical handicap, matriculation, or political affiliation.

10) A member of the Board of Directors shall not attempt to intervene or influence the promotion, compensation, or terms and conditions of employment of any Association employee. A Board member is welcome to offer an honest appraisal of performance to an employee's supervisor, the senior management, or the Executive Vice President/Chief Executive Officer of the employee's discharge of duties in working with the Board of Directors.

Enforcement

In accordance with the by-laws, if an alleged violation is brought to the attention of the Senior Officers, the Officers will designate a three-member committee comprised of voting members of the Board of Directors to determine the validity of the accusation and what, if any, sanctions should be imposed upon the Board Member in question. The Senior Officers will report the findings and recommended actions of this committee to the violating member. Any recommended sanction requiring Board approval will be reported to the Board by the Senior Officers.

ARTICLE IV

NEBRASKA STATE HOME BUILDERS ASSOCIATION CODE OF ETHICS

Section 1.

The Builder members of this Association shall be limited to those persons and firms who shall subscribe to the following Code of Ethics:

(A) Members of this Association believe and affirm that:

- (1) Home ownership can and should be within the reach of every American Family.
- (2) American homes should be well-designed, well-constructed, and well-located in attractive communities, with educational, recreational, religious and shopping facilities accessible to all.
- (3) American homes should be built under the American free enterprise system.

(B) To achieve these goals, we pledge allegiance to the following principles and policies:

- (1) Our paramount responsibility is to our customers, our community and our country.
- (2) Honesty is our guiding business policy.
- (3) High standards of health, safety, and sanitation shall be built into every home.
- (4) Members shall deal fairly with their respective employees, subcontractors and suppliers.
- (5) As members of a progressive industry, we encourage research to develop new materials, new building techniques, new building equipment and improved methods of home financing, to the end that every home purchaser may get the greatest value possible for every dollar.
- (6) All sound legislative proposals effecting our industry and the people we serve shall have our informed and vigorous support.
- (7) We hold inviolate the free enterprise system and the American Way of Life. We pledge our support to our associations, our local, state and national associations, and all related industries concerned with the preservation of legitimate rights and freedoms.

(C) We assume these responsibilities freely and solemnly, mindful that they are part of our obligation as members of this Association.



2006 NSHBA Leadership Commitment

Formalizing your commitment as a leader is the first step toward being an effective team player. Its foundation is built on a series of personal goals and action plans which are then shared with other members of the leadership partnership. These goals should challenge you and others to put forth your best effort to become an effective leader for the Nebraska State Home Builders Association.

I, _____, hereby make the following commitment to work with my fellow leaders in order to accomplish NSHBA's goals.

1. Attend the scheduled Board meetings during the year and agree to not be absent from two consecutive regular meetings.
2. Promote the mission of NSHBA.
3. Work to accomplish the objectives & goals of NSHBA's strategic plan.
4. Perform the duties of a Board member as described in the NSHBA's Bylaws.
5. Abide by NSHBA's Code of Ethics as described in NSHBA's Bylaws (as attached).
6. Abide by NSHBA's Standards of Conduct (as attached).

Accepted:

Board of Directors Member / Date

NSHBA Secretary