



VIRGINIA OUTDOORS FOUNDATION CODE OF ETHICS AND CONDUCT FOR TRUSTEES AND EMPLOYEES

PURPOSE

The Board of Trustees (the Board) and the employees of the Virginia Outdoors Foundation (VOF) are committed to promoting the preservation of open-space lands and encouraging private gifts of property to preserve the natural, scenic, and historic areas of the Commonwealth. As officers and staff of a governmental agency, all members of the VOF team are governed by the [State and Local Government Conflict of Interest Act](#), §§ 2.2 – 3100 et seq. of the Code of Virginia (1950) as amended (the “Conflict Act”). This Code of Ethics and Conduct provides consistent guidelines to ensure all actions build respect, confidence, and credibility with the citizens of the Commonwealth.

ETHICS

Each Trustee and employee shall adhere to the following Code of Ethics:

- **Integrity and Professionalism:** Act with integrity and in a professional manner in all interactions with the Board, the Executive Director, the Governor’s Administration, the General Assembly, VOF staff, consultants, and the public.
- **Character:** Maintain high ethical and moral character, both professionally and personally, to reflect positively upon VOF.
- **Competence:** Act with competence and strive to enhance the professional capabilities of the organization.
- **Independent Judgment:** Use proper care and exercise independent professional judgment in the performance of all duties.
- **Abuse of Authority:** Do not use VOF positions to obtain favorable treatment for any person.
- **Conflict of Interest:** Familiarize themselves and comply with the [State and Local Government Conflict of Interests Act](#), §§ 2.2 – 3100 et seq. of the Code of Virginia (1950) as amended (the “Conflict Act”).

CONDUCT

Trustees and employees shall comply with the following standards of conduct:

- **Accountability:** Do not participate in, conceal, or negligently allow a violation of this Code by another member of the organization.
- **Chain of Command:**
 - The Board provides instruction and direction only to the Executive Director and respects the Executive Director's authority in personnel and operational matters.
 - Individual Trustees shall not give orders or instructions to any employee. Trustees shall be sensitive to staff workload; all requests for staff assistance must be routed through the Executive Director.
 - Employees shall use established organizational hierarchies for input rather than using Trustees as representatives to the Board.
- **Collaborative Environment:**
 - Strive for sound working relationships, mutual respect, and consensus building.
 - Use meetings and VOF resources thoughtfully to assure fellow board members and employees that time is used efficiently and for the direct furtherance of organizational business.
- **Confidentiality:**
 - Maintain strict confidentiality regarding matters considered in closed meetings.
 - Protect sensitive non-public data, including landowner information and proprietary records, while complying with the Freedom of Information Act for public records.
- **Payments and Gifts:**
 - Receive no payments from VOF funds or transactions except for lawful salary or expense reimbursements.
 - Do not solicit or receive any gift or favor that may compromise, or appear to compromise, independent judgment.

- **Political Activity:** Employees shall not engage in political campaign activities during work hours or use VOF resources for partisan purposes. Trustees shall ensure personal political activities do not create an appearance of VOF endorsement.
- **Procurement:**
 - Refer all proposals regarding potential programs or contracts to the Executive Director.
 - Do not communicate with persons under consideration for contracts or acquisitions while a procurement process is in progress.
- **Professional Expertise:** While individual Trustees should not involve themselves in operational management, they may offer opinions based on expertise when requested by staff.
- **Prohibited Business Dealings:**
 - Trustees and employees shall not have private contracts or business dealings with VOF.
 - Trustees and employees shall not make gifts of land (in easement or in fee) to VOF during their tenure, and the Board shall not accept such gifts of land.
- **Public Records:** Comply with the [Freedom of Information Act](#), §§ 2.2-3700 et seq. of the Code of Virginia (1950) as amended regarding all public records owned or prepared by VOF.
- **Public Relations:** Maintain good relations with the public, press, and constituent groups.
- **Recusal:** Recuse themselves from any matter where there is even the appearance of a conflict of interest.
- **Social Media:** When using personal social media, individuals should ensure their views are not represented as the official position of VOF. Only authorized spokespeople may speak for the Foundation.
- **Use of Public Resources:** VOF property, including vehicles, equipment, funds, and staff time, shall be used only for official VOF business and not for personal gain.

GENERAL PROVISIONS

- **Legal Compliance:** These provisions do not exempt any individual from other applicable federal, state, or local laws.
- **Reporting:** Any violation of this Code shall be reported to the Executive Director (for trustees) or Human Resources (for employees).
- **Non-Retaliation:** VOF prohibits retaliation against any individual who, in good faith, reports a violation of this Code or participates in an investigation.
- **Investigation:** Reported violations will be investigated, and findings will be reported to the appropriate governing body.
- **Affirmation:** All Trustees and employees shall sign an affirmation pledging to honor and follow both the letter and the spirit of this Code.