



Board Member and Confidentiality Agreement

I, _____ understand that as a Member of the Board of Directors for the Ontario Farmland Trust (“OFT” or the “Trust”), I must adhere to the conditions of this Agreement and that I have corporate, legal, moral and fiduciary obligations to ensure that the Trust does the best work possible in pursuit of its goals. I believe in the vision and the mission of the Trust, I am aware of the corporate by-laws of the Trust, I am informed of and understand the duties and responsibilities of a Board Member as outlined in the approved OFT job description for this position and I will act responsibly and prudently to the best of my personal ability.

I hereby confirm that I am at least 18 years of age, with power under law to contract.

The Ontario Farmland Trust requires that strict confidentiality be maintained within the corporation with respect to all confidential information obtained by Trust volunteers, including Directors, concerning the organization and its staff, as well as the clients, donors, partners and others they serve.

I acknowledge that I will not divulge to anyone (other than in the regular course of business of the Trust) any confidential information regarding the Trust or its programs. This includes but is not limited to confidential information pertaining to financial status and operations such as budget information, donations of money or gifts in kind, salary information and any personal information pertaining to OFT clients, donors, funders, partners, staff or other volunteers.

I understand that materials which may be created by me in the course of my volunteer service are the property of the Trust.

I agree that upon termination of my role with the Trust, I will promptly return to the organization all materials (electronic or otherwise) obtained by me during the course of my volunteer work, including but not limited to OFT confidential documents, manuals, equipment, confidential lists, computer programs and funding proposals or otherwise dispose of these as I am directed.

Failure to comply with the confidentially policies of the Ontario Farmland Trust may result in formal disciplinary actions, cautions, or other legal proceedings including my dismissal from the OFT Board of Directors.

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

1. I will serve for my approved term of office. I understand that if I wish, I may let my name stand for nomination and re-election to the Board of Directors at the completion of my term of office.
2. I will faithfully represent the OFT and help to interpret the Trust's mission and values to the community at large by acting as a Trust ambassador in support of its stewardship and land securement goals and programs.
3. I will only represent the approved mission and programs of OFT and I will be careful to not make comments that go beyond the scope of approved policies or programs that may impair the integrity or credibility of the Trust.
4. I will help in attracting new volunteers, members, landowner contacts, donors, and partners to join our efforts and participate in farmland protection.
5. I will engage in long term planning for OFT 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 and key events (i.e. Annual General Meeting and special fundraising events). I will inform the Chair, Committee Chair or Executive Director in advance if I will not be able to attend a Trust meeting or special event.
7. I will make personal financial contributions to the Trust that are appropriate, meaningful and affordable to me.
8. I understand that Board Members are sometimes asked to help with fundraising (including help with donation letters, special events, donor visits and meetings with donors) and I will support OFT fundraising within my abilities as the need arises and my schedule allows.
9. I will act in the best interests of the Trust to maintain confidentiality as may be required and avoid any conflict of interest, workplace harassment or other unethical behavior. I will not use my Board Member position with the OFT for personal gain and will excuse myself from discussions and votes where I have any real or perceived conflict of interest.
10. I will stay informed about what is going on in the Trust. I will ask questions and request information. I will 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.
11. I will volunteer and participate by serving on at least one OFT committee, working group, or project and wherever possible within my time and talents contribute to other services.
12. If I do not fulfill these commitments, I will expect the OFT Chair and/or Executive Director 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 appointment as an active Board Member.

In turn, the Trust will support my duties and responsibilities in several ways:

1. I will be sent, without request, meeting agendas, financial summaries, program reports and activity updates by electronic mail or other means that support my legal requirements and fiduciary duties of always being a reasonably informed and responsible Board Member.
2. I will be provided with an initial orientation session and offered educational and professional development opportunities to help me perform my duties and keep me informed about OFT issues in land conservation and accepted standards of practice for land trusts.
3. Board Members and staff will respond in a straight forward fashion to questions that I consider are necessary to carry out my corporate, fiscal, legal and moral responsibilities to OFT.
4. I will examine the agendas, materials and reports in preparation for meetings.
5. I will expect all Board Members and OFT staff to collaborate as team players.
6. If the Trust does not fulfill its commitments to me, I may call on the OFT President and/or Executive Director to discuss these concerns and my responsibilities.

I understand the terms outlined above and agree to them.

Signed:

Board Member

Date: _____

Chair on behalf of the Trust

Date: _____

(Chair will sign two copies of this Agreement, and ask Board Member to sign them, return one copy to the Executive Director for the Trust Office and retain one copy by Board Member for personal reference)