

Governance Systems Professional (GSP) Code of Ethics

Preamble

The professional designation, Governance Systems Professional ("GSP" or "the designation"), was created by Govern for Impact to recognize individuals who have completed the Policy Governance® Proficiency Program (PGP) or who have participated in the Policy Governance Academy and passed the PGP final exam. Those individuals who wish to use the designation must meet the following obligations:

- Maintain an affiliation with Govern for Impact,
- Commit to the standards of professional conduct identified in the Code of Ethics, and
- Participate in ongoing professional development.

The statement of Values and Code of Ethics recognizes Governance Systems Professionals will play a variety of roles when supporting governing boards' efforts towards excellence.

The Code states behavioural ideals intended as a guide of ethical conduct for those who use the designation.

Values

Govern for Impact believes that:

- Governance is an obligation with far reaching moral, legal, financial, cultural and human consequences. Accordingly, boards must act with integrity and prudence on behalf of those to whom they are ultimately accountable.
- When practiced with integrity, governance builds stronger businesses, more impactful
 organizations, and healthier communities and countries. When not practiced well, poor governance
 can lead to suboptimal organizational performance, unhealthy communities and underperforming
 economies.
- An organization's ultimate success depends on how well it is governed, the responsibility of which lies squarely with its board. Effective governance is a precursor to effective management.
- Excellence in governance is achieved when boards have clarity of purpose, deep loyalty to fundamental values, and an unwavering fidelity to the people and communities for whose benefit the organization they govern exists.
- Governance is a discipline distinct from management and should be the subject of scholarship and research.
- Governance practice grounded in a set of integrated principles fosters more significant results and stronger accountability.
- There is inspiration in the theoretical framework of Policy Governance, its insightful constructs, its systems nature, and the transformative experiences of those boards applying it.



Code of Professional Conduct

The commitment to professional conduct is embodied in the following standards:

1. Act as a servant leader to the boards with which we are directly involved.

We support the achievement of governance excellence. We do so by enabling boards to govern with confidence, consistency, clarity, and integrity. It is our responsibility to understand where a board is starting from, offer it guidance based on this understanding as well as our competence and experience, and to respect a board's right to choose to act, or not, on our suggestions.

2. Exemplify professional integrity

In working with, or as part of, a board, we can select, present, and share information and materials derived from a wide variety of sources. We may generate original material or use that developed by others. Professional integrity compels us to respect copyright, trademarks and service marks and to attribute sources. Professional integrity requires us to respect others' approaches and ideas. We have the right to trust others to exercise the same integrity with respect to our work. Actions which lessen such trust among professionals are unbecoming of the designation. Professional integrity also requires us to hold in confidence information and disclosures shared with us by the boards with which we work.

3. Demonstrate honesty in assessment

A board has the right to expect that we will honestly present our level of governance knowledge, skills, competencies and experience, and the degree to which they are an appropriate fit for their expressed needs. A board also has the right to expect that we will express honest opinions about its current practices which detract from its ability to govern with excellence.

4. Exercise professional responsibility

We will engage in continuous learning to (a) further our governance knowledge, including the application of Policy Governance principles and practices, (b) maintain and extend our competence, and (c) master new skills. We are a community of professionals who have an obligation to share our learning and to seek an understanding of what others have learned.

We will maintain knowledge and understanding of this Code. If we become aware of anyone holding the designation who acts inconsistently with this Code, we are responsible to bring this to their attention. Where there is a failure to correct the situation, we must take an appropriate course of action.

5. Representation

We will use the designation as part of our professional qualifications. We are responsible to fulfill the obligations that give us the privilege of using the designation. We will not present ourselves as able to speak on behalf of Govern for Impact unless specifically authorized.

I, the undersigned agree that I will uphold the Code of Professional Conduct.

| Signature | Date | |
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