

Being a Director on the Board of ORHMA is a matter of demonstrating active leadership in the Hospitality Industry and supporting important initiatives to ensure the ability of ORHMA to achieve its goals. Doing so, requires certain responsibilities and practices to be undertaken to be effective as a Director, and reflects appropriately on the association.

As part of the annual nomination process, we require that each Director, whether returning, or being considered as an addition, review the following acknowledgements, and sign and return such prior to the Annual General Meeting.

The Director's Roles and Conduct Policy

<i>Leadership</i>	Maintain a positive tone and act with integrity and diligence
<i>Commitment</i>	Provide personal active support to drive key initiatives
<i>Engagement</i>	Participate and Communicate on all matters and activities
<i>Team</i>	Willingness to think independently and decide and act collectively
<i>Influence</i>	Impact others to support and promote ORHMA initiatives
<i>Risk management</i>	Understand the operating environment for ORHMA, minimize risk
<i>Decision making</i>	Make decisions that are informed by current evidence and experience and based on good faith and undivided loyalty in the best interests of the ORHMA and the Hospitality Industry of Ontario.

Focus on the ORHMA mission and support the association's goals.

Mission: ORHMA is dedicated to fostering a positive business climate for Ontario's hospitality industry, while providing value-added services including educational support to its members.

Goals:

- Government
 - Successfully impact government policy
- Resource
 - Communicate and provide interpretation and support to membership on regulations and all related items impacting the Hospitality business
 - Address development and training needs
 - Savings
- Benefit Programs
 - Value Added
 - Savings
- Sustainability
 - Ensure ongoing financial sustainability of Association

Duties and good practices

You must act in the best interests of the association, with integrity and good faith. Any conflicts of interest and conflicts of duty must be avoided or declared, and any element of accidental omission will be brought to the attention of the President & CEO immediately. Although you may be elected or appointed by virtue of your affiliation with a hospitality related organization, you are not meant to represent a particular interest or organization at the Board table.

Do your best to:

- Maintain your independence and objectivity
- Conduct yourself with a sense of fairness, ethics and personal integrity
- Utilize personal & professional contacts to advance the goals and initiatives of ORHMA

Conflicts of Interest

You may find that you have conflicts of interest (personal or business) or conflicts of duty because of your position in business, or as a Director of another organization, or through other relations or connections. These conflicts might be real or perceived.

Avoid and declare conflicts by:

- Recognizing decisions that may be in the interests of your industry or personal situation, but do not serve the greater industry interest
- Recognizing decisions that disproportionately benefit you or your organization in relation to other stakeholders
- Avoiding situations where you have a divided loyalty or duty
- Protecting confidential information and not using such for personal or corporate benefit
- It is understood that Directors have company/employment responsibilities which we would never expect ORHMA task to supersede in terms of priority, however should such exist in regard to any initiative or request for support which is felt to be a challenge due to such situation, it shall be declared to the President and CEO actively

Wherever a conflict of interest or duty may be perceived, the issue must always be resolved in favour of the ORHMA interest rather than the individual Board member.

Confidentiality

- There must not be any discussion on confidential information or relay Board discussions outside of the Board meetings or externally beyond other Directors

No Soliciting

- Solicitation of members interests directly or on behalf of third parties are not allowed. Industry related subjects worthy and value to industry require to obtain permission from the Chair or President of ORHMA. It is understood that through ORHMA partnerships and initiatives with various vendors programs, the Association may approach individual Directors, or the Board as a whole, to consider/encourage utilization of Member benefit programs and in these cases, where possible, such will be supported.

Support

- Support the endeavors and initiatives of the association
- Respect and support the decisions of the Board, no matter what your personal opinion may be and regardless of how you may have voted on a matter.
- Do not undermine or criticize the organization, your fellow Directors or decisions of the Board



Communication

- Communicate to your relative organization information from the ORHMA communication channels (newsletter, regional packages, board meetings etc.). This promotes ORHMA and it provides and stimulates engagement in industry news and issues
- Read ORHMA’s newsletter consistently to be in the know of relevant and recent news stemming from government or the association.
- Obtain and provide feedback to ORHMA from industry
- Reply to all requested communications from ORHMA’s office, Committees, or in regard to key initiatives / events through e-mail, phone call, or in person.

Attendance and Participation

- Attend a minimum of 50% of meetings including virtual meetings.
- Participate actively and stay informed

Promotion and Support of ORHMA

- Outwardly support ORHMA and its work for the industry
- Ensure Familiarization with ORHMA’s programs for consideration of enrolment into your business and to promote to others within the hospitality industry
- Support membership growth within the industry through your industry contacts in the hospitality industry and related supply chain.
- Directors agree that they are in positions in the industry that directly through their current roles and/or through association to others are able and willing to assist ORHMA in efforts for membership, key events, and/or government relations.
- Act as an ambassador of ORHMA and share your position with ORHMA with industry operators and suppliers to promote the association outwardly.

I have fully reviewed and understand the Roles and Responsibilities of my participation as an ORHMA Director and agree to adhere to such as detailed above. Should I have any questions or clarifications needed, I will address them through the President and CEO in a timely manner.

Name

Date

Signature

Organization Represented