



VOLUNTEER CODE OF CONDUCT

FY2024/25

(Updated June 2024)



VOLUNTEER CODE OF CONDUCT (“VCOC”)

Dear Member,

Thank you for expressing interest in volunteering to help improve our community at the American Club (the “Club”). As volunteers, we seek to create a professional and creative environment to support the Club’s governance and operations and to ensure the Club’s continued operations for years to come.

In order to achieve a high level of professionalism, we ask that you read and sign this Volunteer Code of Conduct, which will give you a better understanding of your role and responsibilities as you become more active in shaping the Club’s direction.

Conduct

As a member of the General Committee, a standing committee, the nominating committee, a subcommittee, an ad hoc committee, and/or a working group, in each case as constituted under and pursuant to the Club’s Constitution and Bylaws (a “committee member”), please take note of the following:

1. **Role:** The Club is managed on a day-to-day basis by a professional team under the direction of the General Manager. Your role as a committee member is to provide oversight and strategic guidance. The role is not to interfere with the daily operations of the Club.

2. **Behavior:** As all committee members are volunteers at the Club, it is important that meetings are run in a respectful manner, fostering creativity and drawing on the diversity of the members. When attending meetings, it is expected that you will demonstrate the following behaviors:

a. **Collaboration:**

- i. Ability to become an effective part of a team of people who may or may not be known to you;
- ii. Preparedness to adopt and advocate agreed goals and deliverables; and
- iii. Willingness to communicate and share points of view openly and engage in positive debate and discussion.

b. **Active Listening:**

- i. Ability to observe, interpret, hear and restate issues in a manner that proactively addresses the issues presented;
- ii. Facilitate discussion to actively evolve ideas with team input;
- iii. Continuously learn to understand and adapt to the environment; and
- iv. Welcome diverse views for inclusion.



c. Applying Experience:

- i. Apply professional and personal experience to Club matters in a pragmatic fashion; and
- ii. Willingness to adjust your approach upon resolution of an issue.

d. Creativity:

- i. As part of a committee, define new solutions which align with the Club's business plan and can be implemented; and
- ii. Contribute to the committee outcome in a way that results in committee and idea ownership.

e. Respect the Rules:

Comply with the Club's Constitution, Bylaws and other operational guidelines (each as amended from time to time), including (but not limited to) those regarding confidentiality. Key provisions of the Bylaws that may from time to time be applicable to your role as a committee member and that you should be familiar with are set forth in Item 4 (Obligations Imposed by Bylaws) below.

3. **Attendance and Contribution:**

In order for committees to operate effectively and efficiently, attendance, contribution and participation are important. Committee members are required to attend all scheduled meetings. An attendance rate of 80% is expected in order to continue active status. Failure to maintain this may result in your relevant committee Chair requesting you step down. Additionally, committee members are recommended to complete the Annual Committee Review Survey before the end of the fiscal year. Feedback from this survey is critical to help evaluate and improve governance, committee structures and the volunteer experience. All data is anonymized.

4. **Obligations Imposed by Bylaws:**

As a committee member, it is expected that you will read the Constitution and Bylaws of the Club (as amended from time to time), which can be obtained in the members' section of the website. However, the following Chapters of the Bylaws may (as the case may be) pertain directly to your participation on the committee and by signing this document, you hereby acknowledge having read and understood them.

Bylaws Chapter 21 (General Committee Procedures), which applies to committee members serving on the General Committee. It includes, but is not limited to, the following:

21.3.1 No Individual Authority. The General Committee as a body has authority under the Constitution to manage the Club on behalf of the Members. No individual member of the General Committee, or group of members of the General Committee, is granted any authority under the Constitution except the President, who is authorized to chair meetings, and the Secretary, who is authorized to post minutes of meetings and send notices. Therefore, except when acting in a meeting of the General Committee, no General Committee member has any greater authority than a non-member of the General Committee. Management is answerable to the General Committee as a body, not to individual General Committee members. Consequently, no member of the General Committee shall attempt to exercise



authority within the Club unless explicitly delegated to do so by the General Committee. When interacting with management or staff, individual General Committee members must recognize that as individual members they have no authority over staff and must not interfere with staff operations.

21.3.2 Communications with Members, Staff and Press. Although all General Committee members are obligated to register differences of opinion on General Committee issues at the General Committee level as passionately as desired, individual members may not direct their differences of opinion to members or staff in a manner which would create dissension or polarization in the

Club or undermine a decision of the General Committee majority. General Committee members' interactions with membership, press or other entities must recognize that as individuals they have no authority to speak for the General Committee unless specifically authorized by the General Committee. General Committee members are, however, encouraged to communicate and explain established policies and positions previously endorsed by the General Committee. General Committee members may also bring member issues to the attention of the General Committee if they feel that it warrants consideration of a special review, bylaw or policy change. Members will not individually render judgments of management or staff performance apart from compliance with General Committee policies as monitored by the General Committee as a body.

Bylaws Chapter 22 (Procedures for Standing Committees, Subcommittees and Ad Hoc Committees) as it relates to the relevant type of committee on which a committee member serves.

Bylaws Chapter 23 (Standing Committees) and/or Chapter 24 (Subcommittees), as applicable.

5. Club Storage and Processing of Personal Data:

I acknowledge that I will provide the Club with personal data that it needs to correctly assign me to committees and that the Club will store, process and employ this data as part of managing my engagement as a volunteer in accordance with the Personal Data Protection Act ("PDPA"). Subject to the PDPA, this data will be available to other volunteers and Club management involved in managing my volunteer engagement.

6. No Entitlement to Compensation:

I acknowledge that no committee member shall be entitled to any kind of compensation or benefit, including (but not limited to) financial, branding or receipt of Club benefits, as a result of contributing his/her time, experience or qualifications to the benefit of the Club. An expectation of any form of compensation is not consistent with the concept of volunteering, and I shall not have any such expectation nor accept any form of compensation.

7. Conflict of Interest:

I acknowledge that no committee member should participate in any decision of any committee on which he/she is serving if he/she has a financial interest in the outcome of the decision, either directly or indirectly, including (but not limited to) through any relative or any corporation, business or non-



profit organization of which he/she serves as staff, officer, board member, representative or partner, participates in management or is employed by; any trust or other estate in which he/she has a substantial interest or as to which he/she serves as a trustee or in a similar capacity. As a committee member, I hereby agree to make known to the members of the relevant committee(s) on which I serve, as well as to the General Committee, the existence of any such conflict of interest which may arise from time to time and to voluntarily withdraw from participating in any discussion and/or decision so affected. The General Committee will be entitled to decide if any actual or perceived conflict of interest should bar any committee member from service on a particular committee. For purposes of this provision, a “relative” is a spouse, child, mother, father, brother or sister or other person defined by the Singapore government as a “relative”.

8. Confidentiality:

As a committee member, I hereby agree to keep any and all Club matters and information discussed in a committee meeting which is not generally available to other members of the Club or the public confidential if it: (a) is explicitly identified as confidential by the General Committee (by simple majority vote) or the relevant committee Chair; and/or (b) relates to matters of privilege, including (but not limited to) legal matters, personnel issues, terms of large value contracts or contemplated transactions, submissions to the government, a proposed and/or enforced disciplinary action against a member, and/or sensitive topics covered by the Finance Committee, Membership Committee, Compensation Committee and/or Disciplinary Committee (and all related subcommittees). Notwithstanding the foregoing, all matters brought before or discussed at an executive session of the General Committee or at a meeting of the Disciplinary Committee, the Compensation Committee, the Nominating Committee or the Finance Committee (and all related subcommittees of the aforementioned standing committees) shall be treated as strictly confidential by the committee members thereof.



ACCEPTED AND AGREED:

Signature

Witness

Name

Name

Membership Number

Membership Number

Date

Date