

**UNIVERSITY OF MASSACHUSETTS
TRUSTEE CODE OF CONDUCT**

The Board of Trustees of the University of Massachusetts believes that acceptance of membership on the Board constitutes acceptance of the following obligations:

1. Trustees will familiarize themselves with and commit themselves to the major responsibilities of a governing board of a public institution of higher learning. These responsibilities include, but are not limited to:
 - A. Appointing the President;
 - B. Evaluating the President's performance and supporting the President as Chief Executive Officer;
 - C. Defining the mission of the University;
 - D. Approving strategic plans and engaging in the policy direction of the University;
 - E. Approving educational programs;
 - F. Overseeing in a prudent manner the financial affairs of the University;
 - G. Preserving the institutional autonomy of the University; and
 - H. Promoting the public image of the University.
2. Trustees will devote time and attention to learn how the University functions, what are its needs, strengths and weaknesses, and what is its overall place in higher education.
3. Trustees will support the University's fund-raising through participation in various fund drives and related activities.
4. Trustees will prepare for, regularly attend and actively participate in Board meetings and committee assignments.
5. Each Trustee will vote according to his or her own convictions, challenge the judgment of others when deemed necessary, yet be willing to work with fellow Board members in a spirit of cooperation. Judgment will always be made on the basis of what is best for the University and the advancement of education.
6. Trustees will maintain the confidential nature of executive sessions and avoid acting as spokesperson for the Board unless specifically authorized to do so.
7. Trustees will not engage in misconduct which brings discredit upon the University.
8. Trustees will comply with the University of Massachusetts Conflict of Interest Disclosure Policy for Trustees.

Each Trustee is expected to monitor his or her own performance. However, the Board reserves the right, in case of either a serious violation or repeated violations, to request the Governor to initiate removal proceedings in accordance with legal requirements.