

<b>Topic:</b> Responsibilities of the Board of Directors regarding corporate compliance	<b>Department:</b> Administration/Governance
<b>Original effective date:</b> 1/8/07	<b>Last revision date:</b> 3/29/22
<b>Owner:</b> VP for Quality and Compliance	<b>Frequency of reviews:</b> Annual
<b>Internal/Regulatory Reference(s) (all that apply):</b> 18 NYCRR 521.3(a)(4)	
<b>Related documents/Links:</b> NA	

**Policy:** It is the policy of The Arc of Monroe that business, administrative and support functions promote personal and organizational outcomes.

**Additional Information:** Specific Board procedures can be found in the Board bylaws.

<b>Procedure</b>	
<b>Task:</b>	<b>Responsible party:</b>
<b>General Guidelines:</b>	
1. Board members are obligated to do their jobs as ethically as possible, in the best interest of the agency. In their roles as Board members, they cannot act in ways that would benefit them more than the agency.	Board members
2. Board members receive compliance training at least once each year.	VP for Quality and Compliance
3. Board members are required to disclose to the Board chair or the audit committee if they have any relationships that might look like a conflict of interest with their role as a Board member (i.e., something that might be perceived as them getting more out of it than the agency is).	Board members
4. If there is a real conflict of interest, the Board member cannot participate in any discussion that has to do with that conflict. They also can't help make any decision that has to do with that conflict. Please refer to the conflict of interest policy for more information.	Board members
5. Per policy, the Board will receive reports from the Compliance and Quality Committee twice annually. Each year, the Board will receive a formal presentation on the prior year's compliance activities.	VP for Quality and Compliance (or designee)
6. It's the Board's job to ask questions and to give any suggestions or comments they have about the reports.	Board members
7. The Board has ultimate oversight of corporate compliance.	Board members
<b>VP for Quality and Compliance:</b>	
1. The VP for Quality and Compliance acts as the agency's Compliance Officer, as required in NYS law.	VP for Quality and Compliance
2. Has primary responsibility for administering the agency's compliance program, and related policies and procedures.	VP for Quality and Compliance
3. Has primary responsibility to support, inform and educate the Board on corporate compliance and related topics.	VP for Quality and Compliance
4. Reports to the COO and has direct access to the CEO, Board of Directors and legal counsel.	VP for Quality and Compliance

## Document revision record:

Revision Date	Release Date	Reason for change	Approver
1/8/07	1/8/07	Reasons for the changes were not documented	P Dancer
5/13/08	5/13/08	Added a statement regarding what the fiduciary responsibilities are/mean.	P Dancer
6/24/09	6/24/09	Reasons for changes were not documented	P Dancer
10/17/12	10/17/12	Reasons for changes w not documented	P Dancer
3/20/13	3/20/13	Added formal policy statement to the top of the document	P Dancer
7/27/15	7/27/15	Expanded personal interest to include "benefit or recognition."	P Dancer
4/25/17	4/25/17	Rewritten in simpler language	P Dancer
10/11/19	10/11/19	Transitioned to the new procedural format	P Dancer
4/21/21	4/30/21	Updated to reflect reports from the compliance committee, flesh out responsibilities, and add discrete section for VPQC responsibilities.	ICC
3/29/22	4/6/22	Corrected reporting structure for the VPQC	ICC