



CODE OF ETHICS

GVHS Board of Directors, Officers and Committee Chairman.

The Board of Directors of the Gypsy Vanner Horse Society, [GVHS] has amended its code of ethics for all elected officials, officers, and committee leaders serving the organization. The revised code of ethics was adopted on April 1, 2018.

Preamble: the GVHS is a non-profit, tax-exempt trade Society formed to promote, protect, develop, educate, and otherwise further the Gypsy Vanner Horse and its history and tradition. The GVHS' principal membership class consists of individuals, and other entities engaged in ownership, breeding, marketing, promotion and recreational uses of the Gypsy Vanner Horse.

The business of the society is managed under the direction of the GVHS Board of Directors and Officers with guidance from appointed Committees. The codes of ethics serve as a code of conduct for society members/volunteers and staff in their capacity as Directors, Officers and Committee Chairman. Code violations may result in sanctions imposed under the Procedures for Review of Member Conduct. The principles and requirements that comprise the code and procedures are based on and are designed to ensure full compliance by the GVHS and its Officers, Directors, and Committee Chairman with the fiduciary duties imposed on such individuals by state corporate law, the federal tax code's prohibition on private inurement and private benefit, and other requirements of federal tax exemption, common law due process requirements, federal and state antitrust and unfair competition law, state tort law, and other legal precepts and prohibitions. At the same time, the code and procedures are not designed to supplant courts of law in the resolution of disputes within the business associated with the Gypsy Vanner Horse.

Moreover, the checks and balances built into the code and procedures are designed to strike the proper balance between ensuring full compliance with the legal obligations described here and ensuring the integrity and efficacy of the code on the one hand and, on the other, the protection of Board, Officers and Committee Chairman, through the use of reasonable due process procedures, against patently false, malicious, or groundless accusations that could result in significant business or personal harm if not properly handled. Members of the Board, Officers and the Committee Chairman affirm their endorsement of the code and acknowledge their commitment to uphold its principles and obligations by accepting and retaining their positions.

Code of Ethics: It is a privilege, not a right, to serve on the Board of Directors or as an Officer or as a Committee Chairman (including ex officio members of the Board) and as such it is expected that at all times, abide by and conform to the following code of conduct in their capacity in service to the GVHS:

1) Each member of the Board of Directors, Officers and duly appointed Committee Chairman will abide in all respects by the GVHS Code of Ethics and all other rules and regulations of the Society (including but not limited to the Society's articles of incorporation and bylaws) and will ensure that their membership (or the membership of the entity for which they serve as officer, director, employee, or owner, as the case may be) in the Society remains in good standing at all times. Furthermore, each member of the Board of Directors, Officers, and Committee Chairman will at all times obey all applicable federal, state and local laws and regulations and will provide or cause to provide the full cooperation of

the Society when requested to do so by those institutions and their persons set in authority as are required to uphold the law.

2) Members of the Board of Directors, Officers and Committee Chairman will conduct themselves in an exemplary manner by conducting business affairs of the Society in good faith and with honesty, integrity, due diligence, and reasonable competence such as to favorably reflect on their leadership and the Gypsy Vanner Horse Society. Directors, Officers and Committee Chairman must ensure that their social media content is and remains polite and professional. Directors, Officers and Committee members (rightly or wrongly) are subject to heightened scrutiny because of their role within the organization and they should strive to be professional and inclusive at all times, and should avoid creating or perpetuating content that could cause others to question their ability to treat all members fairly.

3) Except as the Board of Directors, Officers and/or Committee Chairman may otherwise require, or as otherwise required by law, no Board, Officer and Committee Chairman shall share, copy, reproduce, transmit, divulge or otherwise disclose any confidential information related to the affairs of the Society and each member of the Board, Officer and Committee Chairman will uphold the strict confidentiality of all closed/executive session meetings and other deliberations and communications, generally associated with but not limited to personnel matters, legal issues, and membership review/hearing processes of the Board of Directors and all related committees.

4) Members of the Board of Directors, Officer and Committee Chairman will exercise proper authority and good judgment in their dealings with Society staff, suppliers, and the general public and will respond to the needs of the Society's members in a responsible, respectful, and professional manner.

5) No member of the Board of Directors, Officers, and/or Committee Chairman will use any information provided by the Society or acquired as a consequence of the Board and/or Committee member's service to the Society in any manner other than in furtherance of his or her duties and responsibilities to the GVHS. Further, no member of the Board of Directors, Officers and Committee Chairman will misuse Society property or resources and will at all times keep the Society's property secure and not allow any person not authorized by the Board of Directors to have or use such property.

6) Each member of the Board of Directors, Officers and Committee Chairman will use his or her best efforts to regularly participate in professional development activities and will perform his or her assigned duties in a professional and timely manner pursuant to the organizations direction and oversight.

7) Members of the Board of Directors, Officers and Committee Chairman will refrain from conduct that is detrimental to the interest of the GVHS, its programs, policies, objectives and harmonious relationship of its members. A Director's conduct is subject to continual review. To achieve the mission and goals of the GVHS, it is essential that the Board of Directors operate effectively. Should a Board Member feel unable to function on the board they may choose to resign. Should the majority of the Board of Directors have an inability to work with a disruptive Director, the Board of Directors may ask for an investigation by the Grievance Committee, who will investigate and act accordingly to the GVHS Bylaws and grievance procedure. The Director in question may be removed in a manner consistent with the GVHS bylaws for removal.

8) A Director who voluntarily resigns their position as a GVHS Director prior to completion of their term will be ineligible to be nominated to serve as a Director for a minimum of six years from the date of their termination or resignation. The exceptions are, if a Director resigns due to personal medical reasons, with a majority vote from the remaining Directors, that person may be nominated to run for election without the waiting period.

Should a Director be removed for cause after review by the Grievance Committee, and a majority vote by the Board of Directors, they may not run again for a board position, but may after a period of three years petition the Board of Directors for review of the original removal which may or may not reinstate their right to run for election.

9) Upon termination of service, a retiring Director, Officer or Committee Chairman will promptly return to the Society all documents, electronic and hard files, reference materials, and other property entrusted to the Director, Officer or Committee Chairman for the purpose of fulfilling his or her job responsibilities.

a) Such return will not abrogate the retiring Board, Officer and Committee Chairman from his or her continuing obligations of confidentiality with respect to information acquired as a consequence of his or her tenure on the Board of Directors, position as Officer or Committee Chairman.

10) The Board of Directors, Officers and Committee Chairman dedicate themselves to leading by example in serving the needs of the Society and its members and also in representing the interests and ideals associated with the preservation and protection of the history, tradition and image of the Gypsy Vanner Horse. This means these individuals must exhibit:

a) Demonstrated support of the Gypsy Vanner Horse Society as their exclusive Registry of choice through farm promotion (website, advertising etc.) and also through business and personal communications on social media (Facebook, Twitter, Instagram etc.) This means these individuals must not be members of or otherwise directly support other Gypsy Horse associations set up to Register horses (GHA, GHRA, etc.). Show organization membership is acceptable. While it is accepted that these members' horses may hold prior registrations with other organizations, it is expected that all horses that qualify should hold GVHS Registrations.

b) Demonstrated understanding of the Gypsy Vanner Horse as a Breed through consistent use of the Gypsy Vanner breed name in farm promotion (website, advertising etc.) and also through business and personal communications on social media (Facebook, Twitter etc.).

11) No member of the Board of Directors, Officers and/or Committee Chairman shall persuade or attempt to persuade any employee of the Society to leave the employ of the Society or to become employed by any person or entity other than the Society. Furthermore, no member of the Board of Directors, Officers and/or Committee Chairman shall persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the Society to terminate, curtail, or not enter into its relationship to or with the Society, or to in any way reduce the monetary or other benefits to the Society of such relationship.

12) Directors, Officers and Committee Chairman must act at all times in the best interests of the Society and not for personal or third-party gain or financial enrichment. When encountering potential conflicts

of interest, Directors, Officers and Committee Chairman will identify the conflict and, as required, remove themselves' from all discussion and voting on the matter. Specifically, Director, Officer and Committee Chairman shall follow these guidelines:

a) Avoid placing (and avoid the appearance of placing) one's own self-interest or any third-party interest above that of the Society; while the receipt of incidental personal or third-party benefit may necessarily flow from certain Society activities, such benefit must be merely incidental to the primary benefit to the Society and its purposes;

b) Do not abuse their appointment by improperly using said Director, Officer and/or Committee position or the Society's staff, services, equipment, resources, or property for personal or third-party gain or pleasure; Board and Committee Chairman shall not represent to third parties that their authority as a Director, Officer, and/or Committee Chairman extends any further than that which it actually extends as defined by the bylaws of the GVHS;

c) Do not engage in any outside business, professional or other activities that would directly or indirectly materially adversely affect the Society;

d) Do not engage in or facilitate any discriminatory or harassing behavior directed toward Society staff, members, Officers, Directors, Committee members, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the Society;

e) Do not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to the Society without fully disclosing such items to the Board of Directors and Officers;

f) Provide goods or services to the Society as a paid vendor to the Society only after full disclosure to, and advance approval by, the Board, and pursuant to any related procedures adopted by the Board.

13) Follow the Society's rules and regulations of good sportsmanship and strive to gain respect for participation in all equestrian related activities

Acceptance: I hereby acknowledge that I have received and read the Code of Ethics for the Directors, Officers and Committee Chairman of the Gypsy Vanner Horse Society. I hereby embrace this Code of Ethics as my own. I have had the opportunity to ask questions about this Code of Ethics and I understand my obligations as a Director, Officer or Committee Chairman to comply with this Code of Ethics. I will support the GVHS and fellow GVHS members in achieving our common goals and hereby accept the position of the GVHS, and will fulfill the responsibilities of that role to the best of my ability.

Print Name: _____ Date: _____

Signature: _____