Duty of Care *Checklist*

Be Informed

☐ Read board materials before meetings.

☐ Review financial statements and key performance indicators.

☐ Understand major risks facing the organization.

☐ Stay informed about industry and competitive developments.

☐ Request additional information when necessary.

Participate Actively

☐ Attend scheduled board meetings.

☐ Attend committee meetings as assigned.

☐ Ask thoughtful and constructive questions.

Decision Making

Before voting on a major matter, ask:

☐ Do I understand the issue?

☐ Have I reviewed the relevant facts?

☐ Have alternatives been considered?

☐ Have risks been evaluated?

☐ Would a prudent director make this decision under similar circumstances?

Duty of Loyalty *Checklist*

Put the Organization First

☐ Act in the best interests of the organization and its shareholders.

☐ Avoid self-dealing and preferential treatment.

☐ Refrain from using board information for personal gain.

☐ Protect the interests of all shareholders, including minority shareholders.

Manage Conflicts

☐ Disclose any actual or potential conflict of interest.

☐ Disclose family, financial, or business relationships that may affect objectivity.

☐ Recuse yourself when appropriate.

☐ Ensure that conflict-of-interest policies are followed.

Duty of Obedience & Legal Compliance *Checklist*

☐ Ensure compliance with applicable laws and regulations.

☐ Ensure compliance with bylaws and other governing documents.

☐ Follow board-approved policies.

☐ Promote ethical conduct throughout the organization.

☐ Confirm that appropriate financial controls and reporting processes are in place.

☐ Monitor cybersecurity, compliance, and enterprise risk management practices.