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|  | POLICY & PROCEDURE | POLICY NUMBER: 710 |
| | Subject: COMMITTEE FIDUCIARY DUTIES & OBLIGATIONS | EFFECTIVE DATE: 11/12/08 |

I. **FIDUCIARY DUTIES**

Although an Arizona Swimming, Inc. ("AzSI) committee member serves at the pleasure of the General Chair and the Board of Directors, a member is bound by the same duties and obligations as a member of the board of directors. In agreeing to serve as a committee member, you acknowledge that your position places you in a fiduciary relationship with AzSI and obligates you to carry out your duties in the best interest of AzSI with care, loyalty and confidentiality.

A. Duty of Care

In exercising the duty of care you must make an honest effort to render an informed decision with respect to each issue that may come before the committee of which you are a member. You will exercise due diligence in being familiar with Arizona Swimming Policy and Procedures, other governance documents and its established procedures and will make a reasonable attempt at all times to understand the issues and options brought before the committee. You will use good judgment in acting on behalf of Arizona Swimming as a whole.

B. Duty of Loyalty

In exercising the duty of loyalty, you will refrain from taking action(s) that are contrary or detrimental to the interest of Arizona Swimming as a whole. You will not conduct yourself in any matter that conflicts with the interests of Arizona Swimming as a whole and/or has the likely hood of causing damage to AzSI or its members. You agree to be bound by the standards of conduct set forth in AzSI's By-Laws and Code of Conducts as well as the Arizona Nonprofit Corporation Act (the "Act"). The Act, codified in A.R.S. § 10 - 3825 and § 10 - 3830(A), which requires that you discharge my duties in good faith, within the scope of authority given me under the governing documents and statues, and with care as ordinary prudent person in a like position would exercise under similar circumstances.

C. Duty of Confidentiality

In exercising the duty of confidentiality, you acknowledge that proprietary, confidential or privileged information may, from time to time, come into my possession as a member of the committee, whether the information is communicated in verbal, electronic or written form. You agree to maintain the confidentiality of all information provided to me and agree not to disclose proprietary, confidential or privileged

information to anyone outside the committee or board of directors without prior written authority or approval of the entire board of directors.

II. OBLIGATIONS

Disclosure of proprietary, confidential or privileged information to anyone outside the AzSI staff, your committee or the board of directors may constitute a break of the duty of confidentiality which you owe to AzSI. Such break may subject you to personal liability for said disclosure(s).