

# Code of Ethics

The DRB's role makes it essential that all Board members be trusted implicitly by the contracting parties. To this end, CDOT and CCA have established a Code of Ethics, which sets forth the key elements of the behaviors to which all Board members must subscribe in order for the DRB process to function effectively. The following are the four Fundamental Canons of the Code of Ethics:

## **Canon 1 – Conflict of Interest and Disclosure**

Board members must avoid the appearance of, or any actual, conflict of interest during the term of the Dispute Board. Board members must disclose, before their appointment, any interest, past or present relationship, or association that could reasonably be considered by a contracting party as likely to affect that member's independence or impartiality. If, during the term of a Dispute Board, a Board member becomes aware of any fact or circumstance that might reasonably be considered by a contracting party as likely to affect that Board member's independence or impartiality, the Board member must inform the other Board members and disclose the matter to the contracting parties.

## **Canon 2 – Confidentiality**

Board members must ensure that information acquired during the term of the Dispute Board remains confidential and must not be disclosed, unless such information is already in the public domain. Any such confidential information may only be disclosed if approved by the contracting parties or if compelled by law. Board members must not use such confidential information for any purpose beyond the activities of the Dispute Board.

## **Canon 3 – Board Conduct and Communications**

Board members must conduct all Board activities in an expeditious, diligent, orderly, and impartial manner. Board members must act honestly, with integrity and without bias. There must be no unilateral communications as between a Board member and a contracting party, except as permitted under the Dispute Board operating procedures.

## **Canon 4 – Board Procedures**

All Board meetings and hearings must be conducted in accordance with the applicable contract provisions and operating procedures, in a manner that provides procedural fairness to the contracting parties. Dispute Board recommendations and decisions must be made expeditiously on the basis of the provisions of the contract, the applicable law and the information, facts and circumstances submitted by the contracting parties.