

RONALD McDONALD HOUSE CHARITIES CODE OF CONDUCT FOR TRUSTEES

The members of the Board of Trustees of Ronald McDonald House Charities acknowledge and accept the scope and extent of our duties as Trustees. We have a responsibility to carry out our duties in an honest and businesslike manner and within the scope of our authority, as set forth in the Illinois General Not for Profit Act, the Internal Revenue Code, the Articles of Incorporation and By-Laws of RMHC. We are entrusted with and responsible for the oversight of the assets and business affairs of RMHC in an honest, fair, diligent and ethical manner. As Trustees we must act within the bounds of the authority conferred upon us and with the duty to make and enact informed decisions and policies in the best interests of RMHC and the communities and people it serves. The Board of Trustees has adopted the following Code of Conduct, and our Trustees are expected to adhere to the standards of loyalty, good faith and the avoidance of conflict of interest that follow:

Trustees will:

- ◆ Act in the best interests of, and fulfill their fiduciary obligations to, RMHC;
- ◆ Act honestly, fairly, ethically and with integrity;
- ◆ Conduct themselves in a professional, courteous and respectful manner;
- ◆ Comply with all applicable laws, rules and regulations;
- ◆ Act in a manner to enhance and maintain the reputation of RMHC;
- ◆ Disclose potential conflicts of interest that the Trustee may have regarding any matters that may come before the Board, and abstain from voting on any matter in which the Trustee has or may have a conflict of interest;
- ◆ Make available to and share with fellow Trustees information as may be appropriate to ensure proper conduct and sound operation of RMHC and its Board of Trustees;
- ◆ Respect the confidentiality of information relating to the affairs of RMHC acquired in the course of their service as Trustees, except when authorized or legally required to disclose such information;
- ◆ Not use confidential information acquired in the course of service as Trustee for his or her personal advantage; and
- ◆ Use their best efforts to comply with the expectations set out in the RMHC Trustee Commitment Pledge.

Notwithstanding the foregoing, a Trustee shall not be liable to any third party for damages resulting from the exercise of his or her judgment or discretion in connection with the duties or responsibilities of such Trustee, except as provided under the Illinois General Not for Profit Corporation Act, as the same may be amended from time to time.

A Trustee who has concerns regarding compliance with this Code should raise those concerns with the Chairman of the Board or the President, who will determine what action shall be taken to deal with the concern.

Each Trustee will annually sign a confirmation that he or she has read and will comply with this Code.

Adopted as amended by the Board of Trustees
as of March 28, 2017

CERTIFICATION

I certify that I have read this *Code of Conduct for the Board of Trustees* and I agree to comply with the responsibilities, expectations and standards it describes.

(Signature)

(Printed Name)

(Date)