



Volunteer Acknowledgement Policies and Procedures

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Conflict of interest policy

Policy statement

A conflict of interest arises when a person in a position of authority over the Healthcare Businesswomen's Association (HBA) may benefit financially from a decision she or he could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons covered by this policy who are officers (HBA and chapter/affiliate), directors (HBA and chapter/affiliate), employees, contractors or volunteers (each, a representative" and collectively, the "representatives") of the HBA or any of its chapters/affiliates.

Rationale/purpose

HBA expects each representative to be constantly aware of the dangers inherent in situations that give rise to conflict of personal interests with those of HBA. Although complete avoidance of all conflicts of interest is not always possible, HBA expects the kind of loyalty and ethical consciousness that will motivate an individual to recognize situations and circumstances that could produce a conflict in order to take appropriate action to address and resolve.

Scope of policy

Applies to representatives, defined as:

- Directors (HBA or chapter/affiliate)
- Officers (HBA or chapter/affiliate)
- Employees
- Volunteers
- Contractors

To what:

- Situations in which a person representative of the Healthcare Businesswomen's Association (HBA) may benefit financially from a decision she or he could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.
- This policy is focused upon material financial interest of, or benefit to, such persons covered by this policy

Who should read

Representatives, defined as:

- Directors (HBA or chapter/affiliate)
- Officers (HBA or chapter/affiliate)
- Employees
- Volunteers
- Contractors

Procedures/process

1. Duty to disclose. In connection with any actual or possible conflict of interest, an interested representative must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to (a) if a representative of the HBA, to the HBA board of directors, or (b) if a representative of an HBA chapter/affiliate, to the chapter/affiliate board of directors.
2. Determining whether a conflict of interest exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall be recused from the HBA board of directors' or chapter/affiliate board of directors' conversations while the determination of a conflict of interest is discussed and voted upon. The remaining HBA board of directors or chapter/affiliate board of directors shall decide if a conflict of interest exists.
3. Procedures for addressing the conflict of interest
 - a. An interested person may make a presentation at an HBA board of directors or chapter/affiliate board of directors meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - b. The chairperson of the HBA board of directors or chapter/affiliate board of directors shall, if appropriate, appoint a disinterested person or chapter/affiliate board of directors when appropriate to investigate alternatives to the proposed transaction or arrangement.
 - c. After exercising due diligence, the HBA board of directors or chapter/affiliate board of directors shall determine whether the HBA or the chapter/affiliate can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
 - d. If a more advantageous transaction or arrangement not producing a conflict of interest is not reasonably possible under circumstances, the HBA board of directors or chapter/affiliate board of directors shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in HBA's or the chapter's/affiliate's (as applicable) best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.
4. Violations/potential violations of the conflict of interest policy
 - a. Reporting of policy breaches
 - i. A complaint, report or inquiry may be made under this policy on a confidential or anonymous basis.
 - ii. The above should describe in detail the specific facts demonstrating the basis for the complaint, report or inquiry.
 - iii. The complaint, report or inquiry should be directed to the HBA secretary/treasurer or chapter/affiliate operations director. In the event that the operations director is the potentially conflicted individual, the HBA president or chapter/affiliate president should be contacted.
 - b. Disposition of policy breaches

- i. The HBA or chapter/affiliate operations director, or HBA or chapter/affiliate president will review the complaint, report or inquiry to determine:
 1. credibility of the complaint, report or inquiry
 2. severity of offense
 3. potential course(s) of action
 4. if there appears to be substance to the complaint, report or inquiry, the situation will be brought to the attention of the executive committee of the HBA or chapter/affiliate board.
- ii. If the executive committee finds substance to the complaint, report or inquiry, the executive committee will present the situation and recommended course of action to the HBA board of directors or chapter board of directors, which would include:
 1. recommended plan to evaluate/investigate the complaint, report or inquiry – what must be examined and who must be involved in that process
- iii. Using best judgment, determine when in the process the Individual(s) implicated should be interviewed.
- iv. At this juncture, if a complaint, report or inquiry is brought before the chapter/affiliate operations director or president, that individual will make the HBA secretary/treasurer aware of the situation, so it can be included in her/his board report. At each subsequent step in the process, the HBA secretary/treasurer will be kept up to date.
- v. If the HBA board of directors or chapter/affiliate board of directors has reasonable cause to believe a representative has failed to disclose actual or possible conflicts of interest, it shall inform the representative of the basis for such belief and afford the representative an opportunity to explain the alleged failure to disclose.
 1. The individual(s) implicated should be confidentially and carefully approached and provided with an explanation of the findings and approved course of action.
 2. If, after hearing the representative's response and after making further investigation as warranted by the circumstances, the HBA board of directors or chapter/affiliate board of directors determines the representative has violated this Policy, it shall take appropriate disciplinary and corrective action, which could include:
 - a. no action
 - b. warning
 - c. termination
 - d. removal of officer(s), director(s), employee(s) or volunteer(s) from their position pursuant to applicable bylaws governing removal and related special meetings.
 - e. referral for further investigation/adjudication by relevant external body, most likely legal/regulatory authorities
 3. The recommended/approved course of action is executed in accordance with all relevant laws, bylaws, policies, guidelines, etc.

4. In the event the infraction does not encompass actions/activities with possible external/regulatory legal implications the individual(s) implicated should be given the option to resign their positions.
 5. Should the infraction encompass actions/activities with possible external/regulatory legal implications the matter will be referred to appropriate external authorities.
 6. Decisions/actions should be recorded as appropriate by the secretary/treasurer (or individual acting in that capacity) in the minutes of all relevant EC meetings, board meetings and special meetings of the HBA and/or chapter/affiliate board(s), should such special meeting take place. In the event the individual(s) implicated resign(s), that result must be documented as the final dispensation of the complaint, report, or inquiry.
- vi. If at any step in this process it is determined that the report, complaint or inquiry does not merit further evaluation/investigation, the report, complaint, inquiry should be recorded and lack of further action noted and this information should be kept on file by the secretary/treasurer (HBA or chapter/affiliate) or president (HBA or chapter/affiliate) in accordance with HBA's record retention & destruction policy.
- c. Escalation from chapter/affiliate board to HBA board
- i. Determination/adjudication of a violation of this policy
 1. If the chapter/affiliate board of directors cannot reach a majority agreement as outlined above in V.2 and/or V.3.c and/or d, the chapter/affiliate operations director or president will refer the matter to the HBA secretary/treasurer.
 2. The HBA secretary/treasurer will bring the matter to the HBA board for resolution, in accordance with V.2 and V.3.a-d
 - ii. Adjudication of a complaint, report or inquiry with respect to a breach of this policy
 1. If the chapter/affiliate board of directors cannot reach a majority agreement with respect to a complaint, report or inquiry in accordance with V.4.b, the chapter/affiliate operations director or President will refer the matter to the HBA secretary/treasurer.
 2. The HBA secretary/treasurer will bring the matter to the HBA board for resolution, in accordance with V.4.b.

5. Policy review and acknowledgement

- a. All representatives shall be advised of this HBA conflict of interest policy upon undertaking the duties of his or her position, shall disclose any actual or potential conflicts of interest on an acknowledgement form provided by the HBA prior to taking such position, and shall promptly advise the HBA in writing of any conflict of interest or relationship that may arise in the future.

- b. On an annual basis, every HBA and chapter/affiliate director, officer, employee and volunteer will read the confidentiality policy and sign the acknowledgement form, provided by the HBA corporate board and/or staff.
- c. The above-referenced review/acknowledgement shall occur:
 - i. In the majority, during the fourth quarter, subsequent to HBA and chapter board of directors elections, and not later than January 1st of the following year.
 - ii. Upon an individual becoming a director, officer, employee or volunteer of HBA, regardless of time of year
 - iii. Access to HBA and/or chapter/affiliate documents, resources, meetings, etc. shall be denied until an executed acknowledgement form is received.

Roles and responsibilities

HBA board and chapter/affiliate boards

- Oversees process outlined in article V
- Determines whether a conflict of interest exists based on information provided by relevant sources (i.e. acknowledgement form, external sources of information)

HBA secretary/treasurer

- Records all minutes of the HBA board meetings. The minutes shall reflect a conflict of interest was disclosed, the decision of the board that confirms whether a conflict exists and whether the interested party was recused during the final discussion or vote on the business issue at hand if a conflict exists.
- Draft/update as appropriate acknowledgement form, and attach current copy of this document in Section XI below.
- Enforces compliance with this policy by providing clarification to questions concerning the intent and administrative processes associated with the policy.
- Supports the HBA staff to:
 - insure the policy and acknowledgement forms have been distributed
 - secure completed forms in a timely manner
 - collect and file all completed signed acknowledgement forms and maintain in the master file on an annual basis
- Ensures the chapter/affiliate secretaries execute their duties with respect to this policy.
- Includes awareness of potential conflicts, conflicts and complaints/reports/inquiries at the chapter/affiliate level in her/his board report(s).
- Leads process to resolve matters escalated from chapter/affiliate board(s) to the HBA board.

Chapter/affiliate operations director

- Records all minutes of the chapter/affiliate board meetings. The minutes shall reflect a conflict of interest was disclosed, the decision of the board that confirms whether a conflict exists and whether the interested party was recused during the final discussion or vote on the business issue at hand if a conflict exists.
- Enforces compliance with this policy by providing clarification to questions concerning the intent and administrative processes associated with the policy.
- Supports the HBA staff to:
 - insure the policy and acknowledgement forms have been distributed
 - secure completed forms in a timely manner
 - collect and file all completed signed acknowledgement forms and maintain in the master file on an annual basis
- Makes HBA secretary/treasurer aware of potential conflicts, conflicts and complaints/reports/inquiries at the chapter/affiliate level to ensure they are included in her/his board report(s)

HBA staff

- Work in accordance with HBA secretary/treasurer and chapter/affiliate secretaries to:
 - disseminate the policy and acknowledgement form
 - secure executed acknowledgement forms
 - keep HBA secretary/treasurer and chapter/affiliate secretaries apprised of individuals who have not yet executed/submitted acknowledgement form
 - in absence of completed acknowledgement form, work with relevant staff, HBA board directors, and chapter/affiliate board directors to restrict access to HBA information and resources typically available to HBA representatives.

Definitions

Not applicable.

Further explanation/support

The HBA board of directors recognizes that to fulfill the association's responsibilities to its members and the healthcare industry at large, it is dependent upon qualified and dedicated leadership. Additionally, the US Internal Revenue Service has issued a new Form 990 annual tax return/report that must be submitted by most federal income tax exempt organizations that, to a significant extent, is an effort to gain greater disclosure and improved governance in nonprofit tax-exempt organizations. Because one aspect of determining qualifications is avoidance of conflicts of interest, HBA supports this conflict of interest policy.

References

- HBA bylaws
- HBA chapter/affiliate operating policy –
- HBA record retention & destruction policy

Impacted and/or dependent policies/guidelines

None at this time.

Templates/tools/support documents

None at this time

Contacts

Subject matter (e.g., further information, interpretation, compliance issue, etc.)	Executive position/office/director position (not the name of an individual)
Explanation of this policy	HBA secretary/treasurer and/or chapter/affiliate operations director
Report/complaint/inquiry	HBA secretary or chapter/affiliate secretary HBA president or chapter/affiliate president if HBA secretary or chapter/affiliate secretary is conflicted party.

Dissemination and location of policy

This policy should be disseminated:

- Via email with return receipt requested to all directors, officers, employees and volunteers of the HBA.
- In hard-copy during Leadership Institute or other HBA gatherings during the fourth quarter.
- This policy can also be found in the policies & procedures manual, as well as in the resource center on the HBA website in the policies folder in the governance section.

Timing of effect/implementation, review and/or termination

No special considerations.

Confidentiality policy

Policy statement

It is the policy of the HBA that its directors (HBA and chapter/affiliate), officers (HBA and chapter/affiliate), employees and volunteers shall not disclose, divulge, or make accessible confidential information belonging to, or obtained through their affiliation with the HBA to any person, including relatives, friends and business and professional associates, other than to persons who have a legitimate need for such information and to whom the HBA has authorized disclosure. Directors (HBA and chapter/affiliate), officers (HBA and chapter/affiliate), employees and volunteers shall use confidential information solely for the purpose of performing services for the HBA.

This confidentiality policy (this "policy") is not intended to prevent disclosure where disclosure is required by law.

Rational/purpose

Confidentiality is a hallmark of professionalism. The directors (HBA and chapter/affiliate), officers (HBA and chapter/affiliate), employees and volunteers of the Healthcare Businesswomen's Association, Inc. ("HBA") shall ensure that all information of the HBA or of a third party that is obtained while performing duties for or on behalf of the HBA, that is confidential or privileged or that is not publicly available, is not disclosed inappropriately.

Scope of policy

Applies to representatives, defined as:

- Directors (HBA or chapter/affiliate)
- Officers (HBA or chapter/affiliate)
- Employees
- Volunteers
- Contractors

To what:

- Situations in which a person representative of the Healthcare Businesswomen's Association (HBA) may benefit financially from a decision she or he could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.
- This policy is focused upon material financial interest of, or benefit to, such persons covered by this policy

Who should read

- Directors (HBA and chapter/affiliate)
- Officers (HBA and chapter/affiliate)
- Employees
- Volunteers

Procedures/process

Dissemination/Acknowledgement of Policy

- a. On an annual basis, every director (HBA and chapter/affiliate), officer (HBA and chapter/affiliate), employee and volunteer will read the confidentiality policy and sign the acknowledgement form, provided by the HBA and/or staff.
- b. The above referenced review/acknowledgement shall occur:
 - o In the majority, during the fourth quarter, subsequent to corporate and chapter/affiliate board elections, and not later than January 1st of the following year.
 - o Upon an individual becoming a director (HBA and chapter/affiliate), officer (HBA and chapter/affiliate), employee and volunteer
- c. Directors (HBA and chapter/affiliate), officers (HBA and chapter/affiliate), employees and volunteers will be denied access to confidential information until an executed acknowledgement form is received and on file with the relevant HBA staff member.

Guarding confidential information

- d. Directors (HBA and chapter/affiliate), officers (HBA and chapter/affiliate), employees and volunteers of the HBA must exercise good judgment and care at all times to avoid unauthorized or improper disclosures of confidential information.
- e. Conversations in public places, such as restaurants, elevators, and airplanes, should be limited to matters that do not pertain to information of a sensitive or confidential nature.
- f. Directors (HBA and chapter/affiliate), officers (HBA and chapter/affiliate), employees and volunteers of the HBA should be sensitive to the risk of inadvertent disclosure, including but not limited to:
 - i. refrain from leaving confidential information on desks or otherwise in plain view
 - ii. refrain from the use of speakerphones to discuss confidential information if the conversation could be heard by unauthorized persons.

Separation from HBA

At the end of a director's (HBA and chapter/affiliate) or officer's (HBA and chapter/affiliate) term in office or upon the termination of an employee's employment or a volunteer's service, he or she shall return to HBA or destroy all documents, papers, and other materials, regardless of medium, that may contain or be derived from confidential information in his or her possession.

Compliance

Disclosure of confidential information will be viewed as a serious offense and may result in disciplinary action, up to and including:

- Removal as a director or officer
- Termination of employment
- Dismissal from the volunteer position.
- Civil lawsuits, depending on the circumstances

Violations/potential violations of the confidentiality policy

- a. Reporting of policy breaches
 - i. A complaint, report or inquiry may be made under this policy on a confidential or anonymous basis.
 - ii. The above should describe in detail the specific facts demonstrating the basis for the complaint, report or inquiry.
 - iii. The complaint, report or inquiry should be directed to the HBA secretary/treasurer or chapter/affiliate secretary. In the event that the secretary/treasurer is the individual against whom the complaint, report or inquiry has been lodged, the HBA president or chapter/affiliate president should be contacted.
- b. Disposition of policy breaches
 - i. The HBA or chapter/affiliate operations director, or HBA or chapter/affiliate president will review the complaint, report or inquiry to determine:
 1. Credibility of the complaint, report or inquiry
 2. Severity of offense
 3. Potential course(s) of action
 - ii. If there appears to be substance to the complaint, report or inquiry, she/he will bring the situation to the attention of the executive committee of the HBA or chapter/affiliate board.
 - iii. If the executive committee finds substance to the complaint, report or inquiry, the executive committee will present the situation and recommended course of action to the HBA board of directors or chapter board of directors, which would include:
 1. Recommended plan to evaluate/investigate the complaint, report or inquiry – what must be examined and who must be involved in that process
 2. Using best judgment, determine when in the process

the Individual(s) implicated should be interviewed.

- iv. At this juncture, if a complaint, report or inquiry is brought before the chapter/affiliate operations director or president, that individual will make the HBA secretary/treasurer aware of the situation, so it can be included in her/his board report. At each subsequent step in the process, the HBA secretary/treasurer will be kept up to date.
- v. If the HBA board of directors or chapter/affiliate board of directors has reasonable cause to believe a representative has violated this policy,
 1. The individual(s) implicated should be confidentially and carefully approached and provided with an explanation of the findings and approved course of action.
 2. If, after hearing the representative's response and after making further investigation as warranted by the circumstances, the HBA board of directors or chapter/affiliate board of directors determines the representative has violated this policy, it shall take appropriate disciplinary and corrective action, which could include:
 - a. no action
 - b. warning
 - c. termination
 - d. removal of officer(s), director(s), employee(s) or volunteer(s) from their position pursuant to applicable bylaws governing removal and related special meetings.
 - e. referral for further investigation/adjudication by relevant external body – most likely legal/regulatory authorities
 3. The recommended/approved course of action is executed in accordance with all relevant laws, bylaws, policies, guidelines, etc.
 4. In the event the infraction does not encompass actions/activities with possible external/regulatory legal implications the individual(s) implicated should be given the option to resign their positions.
 5. Should the infraction encompass actions/activities with possible external/regulatory legal implications the matter will be referred to appropriate external authorities.

6. Decisions/actions should be recorded as appropriate by the secretary/treasurer (or individual acting in that capacity) in the minutes of all relevant EC meetings, board meetings and special meetings of the HBA and/or chapter/affiliate board(s), should such special meeting take place. In the event the individual(s) implicated resign(s), that result must be documented as the final dispensation of the complaint, report, or inquiry.
- vi. If at any step in this process it is determined that the report, complaint or inquiry does not merit further evaluation/investigation, the report, complaint, inquiry should be recorded and lack of further action noted
– and this information should be kept on file by the operations director (HBA or chapter/affiliate) or president (HBA or chapter/affiliate) in accordance with HBA’s record retention & destruction policy.
- c. Escalation from chapter/affiliate board to HBA board
 - i. Determination/adjudication of a violation of this policy
 1. If the chapter/affiliate board of directors cannot reach an agreement regarding whether this policy has been violated, and/or the manner in which this violation should be resolved, the chapter/affiliate operations director or president will refer the matter to the HBA secretary/treasurer.
 2. The HBA secretary/treasurer will bring the matter to the HBA board for resolution, in accordance with procedures outlined above.
 - ii. Adjudication of a complaint, report or inquiry with respect to a breach of this policy
 1. If the chapter/affiliate board of directors cannot reach a majority agreement with respect to the validity of a complaint, report or inquiry in accordance with this policy, the chapter/affiliate operations director or president will refer the matter to the HBA secretary/treasurer.
 2. The HBA secretary/treasurer will bring the matter to the HBA board for resolution, in accordance with V.4.b.

Roles and responsibilities

HBA board and chapter/affiliate boards

- Oversees process outlined in Article V
- Determines whether a breach of confidentiality exists based on information provided by relevant sources (i.e. acknowledgement form, external sources of information)

HBA secretary/treasurer

- Records all minutes of the HBA board meetings. The minutes shall reflect a conflict of interest was disclosed, the decision of the board that confirms whether a conflict exists and whether the interested party was recused during the final discussion or vote on the business issue at hand if a conflict exists.
- Draft/update as appropriate acknowledgement form, and attach current copy of this document in section XI below.
- Enforces compliance with this policy by providing clarification to questions concerning the intent and administrative processes associated with the policy.
- Supports the HBA staff to:
 - insure the policy and acknowledgement forms have been distributed
 - secure completed forms in a timely manner
 - collect and file all completed signed acknowledgement forms and maintain in the master file on an annual basis
- Ensures the chapter/affiliate secretaries execute their duties with respect to this policy.
- Includes awareness of potential breaches/breaches and complaints/reports/inquiries at the chapter/affiliate level in her/his board report(s).
- Leads process to resolve matters escalated from chapter/affiliate board(s) to the HBA board.

Chapter/affiliate operations director

- Records all minutes of the chapter/affiliate board meetings related to execution of this policy.
- Enforces compliance with this policy by providing clarification to questions concerning the intent and administrative processes associated with the policy.
- Supports the HBA staff to:
 - insure the policy and acknowledgement forms have been distributed
 - secure completed forms in a timely manner
 - collect and file all completed signed acknowledgement forms and maintain in the master file on an annual basis
- Makes HBA secretary/treasurer aware of potential breaches/breaches and complaints/reports/inquiries at the chapter/affiliate level to ensure they are included in her/his board report(s)

HBA staff

- Work in accordance with HBA secretary/treasurer and chapter/affiliate secretaries to:
 - disseminate the policy and acknowledgement form
 - secure executed acknowledgement forms
 - keep HBA secretary/treasurer and chapter/affiliate secretaries apprised of individuals who have not yet executed/submitted acknowledgement form
 - in absence of completed acknowledgement form, work with relevant staff, HBA board directors, and chapter/affiliate board directors to restrict access to HBA information and resources typically available to HBA representatives.

Definitions

Not applicable.

Further explanation/support

Not applicable.

Reference

- HBA Bylaws
- HBA Chapter/Affiliate Operating Policy
- HBA Record Retention & Destruction Policy

Impacted and/or dependent policies/guidelines

None at this time.

Templates/tools/support documents

None at this time.

Contacts

Subject matter (e.g., further information, interpretation, compliance issue, etc.)	Executive position/office/director position (not the name of an individual)
Explanation of this policy Report/complaint/inquiry	HBA secretary/treasurer and/or chapter/affiliate operations director HBA secretary/treasurer or chapter/affiliate operations director HBA president or chapter/affiliate president if HBA secretary/treasurer or chapter/affiliate operations director is conflicted party.

Dissemination and location of policy

This policy should be disseminated:

- Via email with return receipt requested to all directors, officers, employees and volunteers of the HBA.
- In hard-copy during Leadership Institute or other HBA gatherings during the fourth quarter.
- This policy can also be found in the policies & procedures manual, as well as in the resource center on the HBA website in the policies folder in the governance section.

Timing of effect/implementation review and /or termination

No special considerations.

Code of conduct policy

Purpose

HBA has adopted this code of conduct (this “**code**”) to guide its board of directors (the “**board**”), officers, committee members, employees, volunteers, independent contractors, agents and other representatives, when acting on behalf of HBA, to enable it to build and continue a tradition of integrity, honor and the advancement of women’s careers in the healthcare industry

Code of Conduct

The foundation of this code consists of the following basic standards of business compliance as well as personal conduct:

1. Honesty, fairness, trustworthiness, and candor in its activities, observing the spirit as well as the letter of the law and regulations;
2. Avoidance of conflicts between personal interests and the interests of HBA, or even the appearance of such conflicts;
3. Maintenance of its reputation and avoidance of activities which might reflect adversely on HBA;
4. Integrity in dealing with HBA’s property and assets;
5. Striving to create a safe workplace;
6. Fostering an atmosphere in which equal opportunity extends to every member of HBA’s diverse community; and
7. Through leadership at all levels, sustaining a culture where ethical conduct is recognized, respected and promoted by all directors, officers, committee members, employees, volunteers, independent contractors, agents and other representatives.

It is every director’s, officer’s, committee member’s, employee’s, volunteer’s, independent contractor’s, agent’s and other representative’s responsibility to be familiar with this code and to be sensitive to any situations that may violate it. Claims of ignorance, good intentions and bad advice may not be acceptable as excuses for noncompliance. Supervisors at HBA have the additional responsibility to verify that staff whom they supervise understand and comply with the standards of business conduct set forth in this code. Supervisors are responsible for ensuring that personnel are aware of, and attend programs familiarizing them with this code.

This code is not intended as a stand-alone policy. It does not embody the totality of

HBA's ethical standards, nor does it answer every ethical question or issue that might arise. Rather, it is one element of a broader effort to create and maintain a quality organization that gives ethical conduct the highest priority. This code will be reviewed periodically.

Directors, officers, committee members, employees, volunteers, independent contractors, agents and other representatives should:

1. Make all reasonable efforts to satisfy HBA's constituents' needs and concerns within the scope of HBA's purpose, and strive for excellence and innovation and demonstrate professional respect and responsiveness to constituents, donors and others;
2. Make an effort to understand, respect and support HBA's constituents from other cultures, exemplified by the contributions of HBA's staff and executive leadership, and to contribute to an organizational culture that respects the diverse, individual contributions of staff and leadership;
3. Respect the confidentiality of sensitive information about HBA and its directors, officers, committee members, employees, volunteers, constituents, donors, independent contractors, agents and other representatives;
4. Comply with applicable federal, state and local laws, regulations and fiduciary responsibilities in an effort to create transparency in all of our operations;
5. For the HBA board, provide credible and effective oversight of HBA's work without personal bias;
6. Not accept commissions, gifts, payments, loans, promises of future benefits or other items of value from anyone who has or may seek some benefit from HBA in return, other than occasional gifts of nominal value that comply with good business ethics;
7. Not use the name of HBA (or any part or abbreviation thereof) in connection with any mail campaign, telephone solicitation or other marketing initiative without the advance written approval of HBA;
8. Not use HBA's membership information for commercial purposes;
9. Abide by the governing documents and policies of HBA and its chapters;
10. Be accountable for adhering to this code;
11. Honor HBA's commitments and promises to the best of our abilities;
12. Appropriately acknowledge contributions from other individuals and organizations who help facilitate HBA's goals; and

13. Advocate for all nonprofit organizations, but not for any specific initiative - being respectful to the sector as a whole.

Compliance, monitoring and reporting

The HBA board and its designees are responsible for communicating this code to HBA's directors, officers, committee members, employees, volunteers, independent contractors, agents and other representatives and for ensuring that such individuals adhere to this code at all times. This code has been reviewed and accepted by the HBA board. The HBA board must approve any changes to, or deviations from, this code.