

CODE OF CONDUCT

The IALHA Board of Directors and all other elected officials dedicate themselves to leading by example in serving the needs of the Association and its members and also in representing the interests and ideals of IALHA at large. Therefore, in addition to complying in all respects with the IALHA Code of Ethics, members of the IALHA Board of Directors and holders of other elected positions (hereafter referred to collectively as "Officials"), including ex officio members, shall at all times abide by and conform to the following code of conduct in their capacity as officials:

1. Officials shall be knowledgeable and have a working understanding of the Association Articles of Incorporation, Bylaws and Code of Ethics and procedural process of the conduct of their business.
2. Conduct the Association's business affairs in good faith and with honesty, integrity, due diligence, and competence.
3. Except as the Board may otherwise require, as necessary for official duties, or as otherwise required by law, no official shall share, copy, reproduce, transmit, divulge or otherwise disclose any confidential information related to the affairs of the Association and each official shall uphold the strict confidentiality of all closed meetings and other confidential deliberations and communications.
4. Officials shall exercise good faith in their dealings with Association staff, suppliers, and the general public and will respond to the needs of the Association's members in a responsible, respectful, and professional manner.
5. No official shall use any information provided by the Association or acquired as a consequence of their service to the Association in any manner other than in furtherance of their duties. Further, no official shall improperly use Association property or resources and will at all times keep the Association's property secure and not allow any unauthorized person to have or use such property.
6. Upon an official's termination of service, said official shall promptly return to the Association all property entrusted to them for the purpose of fulfilling their job responsibilities. Such return of said property will not abrogate the former official from his or her continuing obligations of confidentiality with respect to information acquired as a consequence of their tenure.
7. No official shall persuade or attempt to persuade any employee of the Association to leave the employ of the Association or to become employed by any person or entity other than the Association. Furthermore, no official shall persuade or attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the Association to terminate, curtail, or not enter into its relationship to or with the Association, or to in any way reduce the monetary or other benefits to the Association of such relationship.
8. Officials shall avoid conflicts of interest. For the purpose of this Code of Conduct, a "conflict of interest" is defined in the following manner: an existing or potential incompatibility, either actual or perceived, between the official's private interests and his or her duties toward the Association. Recognizing that even the appearance of impropriety can damage the reputation of the association, officials shall disclose such conflicts, real or perceived, and remove themselves from deliberations and/or voting on said matter.

Specifically, officials shall follow these guidelines:

- ❖ Avoid placing (and avoid the appearance of placing) one's own self-interest above that of the Association; while the receipt of personal benefit may necessarily flow from certain

Association activities, such benefit must be merely incidental to the primary benefit to the Association and its purposes;

- ❖ Do not abuse their office by improperly using their office or the Association's staff, services, equipment, resources, or property for personal benefit or third parties interest;
- ❖ Do not engage in any activities that could foreseeably cause material harm to the Association;
- ❖ Do not engage in or facilitate any harassing behavior directed toward Association staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the association;
- ❖ Do not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other thing of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to the Association; and
- ❖ Provide goods or services to the Association as a paid vendor to the Association only after full disclosure to, and advance approval by, the Board, and pursuant to any related procedures adopted by the Board.