



**Policy & Procedure Manual
Code of Conduct**

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POLICY

ASET Trustees, Officers, employees, committee members, or other appointees who currently serve or have served for ASET will follow the outlined Code of Conduct.

PURPOSE

To provide a standardized code of Conduct for Trustees, Officers, employees, committee members, or other appointees who currently serve or have served for ASET

I. Introduction

- a. For the purpose of this code, "agent" means any person who is or was a Trustee, Officer, employee, or other appointee of the Society or is or was serving at the request of the Society as a committee member, appointee, or employee.
- b. Agents of the ASET – The Neurodiagnostic Society (ASET) have a legal obligation to the Society to act in the best interest of ASET. They have a duty of care and a duty of loyalty which means they shall further the Society's interests rather than the individual's own interest or the interests of any other party or entity. They shall protect confidentiality and perform duties with honesty and with good faith. They shall avoid negligence or fraud; avoid conflict of interest; and generate no legal liability. (Resource: Jacobs, J. A. & Ogden, D. W., Legal Risk Management for Associations, 1995, American Psychological Association, Washington, DC.)

II. Code of Conduct

a. Observance of the Law

- i. ASET strives to be in strict compliance with the law.
- ii. It is expected that all agents will adhere to this standard.
- iii. Where the law is ambiguous or in conflict, advice will be obtained from the Executive Office, or, if necessary, outside legal counsel.

b. Communications, Commitments, Honesty and Disclosure

- i. ASET requires candor and honesty from all agents in the performance of their responsibilities and in communication with the Society, its attorneys and auditors.
- ii. Compliance with any and all pertinent governmental disclosure regulations and generally accepted accounting rules is a minimum standard for ASET. All transactions of ASET must be recorded, and books of account, budget proposals, projects and evaluations must truly reflect what they record.

c. Gifts or Other Things of Value

- i. Agents shall not solicit or accept personal gifts, favors, services, meals, entertainment or other things of value greater than \$25.
 1. Excessively frequent acceptances or elaborate arrangements should be avoided. Occasional attendance at a theater or sporting event, or similar entertainment at a vendor's expense, may be accepted. It is preferable that a representative, of the vendor be in attendance at such an event.
 2. The offer or acceptance of benefit, which falls outside of the above criteria, must be reported immediately to the Secretary-Treasurer.
- ii. Similarly, the offer or giving of money, services or other things of value with the expectation of influencing the judgment or decision-making process of any vendor, supplier, government official or other person by ASET is absolutely prohibited.
 1. The offer or giving of such benefit or the demand or request for any such benefit must be reported immediately to the Secretary-Treasurer.

d. Politics and Outside Commercial Interests

- i. No agent may make any agreement to contribute any money, property, or the services of any officer or employee at ASET's expense to any political party, candidate, committee or individual, or outside commercial interest.
- ii. No agent shall use his or her name, in his or her official capacity in this Society, to the benefit or detriment of any political party, committee or individual, or outside commercial interest.

e. Confidentiality

- i. Unless required by law, agents will not disclose confidential information relating to ASET including, but not limited to, board

meeting discussion and debate. This requirement continues after the conclusion of an agent's term of service or employment.

- f. False or Misleading Information
 - i. No agent shall intentionally make false or misleading statements to any individual or entity about individuals or entities with whom ASET has a working, cooperative or competitive relationship, or about the products or services of those individuals or entities.
- g. Employment/Consulting Disclosure
 - i. Agents shall report in the ASET Code of Conduct Compliance Statement all types of employment and/or consulting which they have performed, paid or unpaid, for the year immediately prior to the date of the statement.
- h. Conflict of Interest
 - i. A conflict of interest arises when a person in a position of authority over the Society may benefit financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.
 - ii. Agents will annually disclose or update to the Secretary-Treasurer on the ASET Code of Conduct Compliance Statement Form their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other organizations or those of family members.
 - 1. For each interest disclosed on the form, the Secretary-Treasurer will determine whether to:
 - a. take no action;
 - b. assure full disclosure to the Board of Trustees and other Agents
 - c. ask the person to recuse from participation in related discussions or decisions within the Society; or
 - d. ask the person to resign from his or her position in the Society or
 - i. if the person refuses to resign, become subject to possible removal as outlined in the Ethics Complaints and Discipline Procedure (ASET Bylaws Article 9, Section 16).
 - e. The Executive Director will monitor proposed or ongoing transactions for conflicts of interest and disclose them to the Secretary-Treasurer in order to deal with potential or actual conflicts, whether discovered before or after the transaction has occurred.
 - iii. Compliance with the ASET Code of Conduct
 - 1. Any agent who is involved in events which are or appear to be in violation of this Code of Conduct, or who gains direct

- knowledge that another agent is involved in events which are, or appear to be, in violation of this Code of Conduct shall report such events to the Secretary-Treasurer of the Society.
2. All disclosures, interviews, reports, statements, memoranda or other data shall be strictly confidential and shall be used only to determine if the Code of Conduct, and/or law has been violated, and as needed for appropriate legal action, if any.
 3. The ASET Code of Conduct and compliance statement will be distributed annually to all agents of ASET. All agents will affirm a knowledge and understanding of the code and shall promptly report any events which are, or appear to be, violations of the code.
 4. Failure to return a signed compliance statement will be followed up by the Secretary-Treasurer.
 - a. If an agent refuses to return such signed statement, that agent will be subject to disciplinary action by vote of the Board of Trustees, up to and including dismissal as outlined in the ethics complaints and discipline procedure (ASET Bylaws Article 9, Section 16).
 - b. The Executive Director shall be responsible for disciplinary action pertaining to employees of the Society.
- i. Any alleged violation of this code shall be reported to the Secretary-Treasurer and presented to the Board of Trustees for investigation as outlined in the ethics complaints and discipline procedure. If it is determined that a violation has occurred, that agent(s) shall be subject to disciplinary action by vote of the Board of Trustees, up to and including dismissal. (ASET Bylaws Article 9, Section 16). The Executive Director shall be responsible for disciplinary action pertaining to employees of the Society.

Approved 3.04.2011