

Policy Title: AVA Board of Directors Code of Ethics Policy

Date: March 2010

Policy: The purpose of this policy is to ensure that the Academy on Violence and Abuse (AVA) Board of Directors acts ethically, legally and in the best interest of the organization. Major portions of AVA's funding are derived from public sources and charitable contributions from individuals, agencies and businesses that share a firm belief in the work of the organization and the reputation of its governing board. The nature of the belief necessitates the highest form of ethical conduct by the Board of Directors of AVA in fact and appearance. Furthermore, AVA strives to model respectful, non-exploitative behavior for the professions and institutions represented on its Board and among its members.

Directors owe the organization a duty of care and a duty of loyalty. Duty of care includes a duty to become informed of all business information reasonably available before making a business decision; a duty to consider alternative courses of action before choosing a particular course; and a duty to investigate and prevent mismanagement when evidence comes to light that would alert an ordinarily prudent director to potential problems within the organization. Duty of loyalty includes an affirmative duty to protect the interests of the organization; duty to refrain from conduct that would injure the organization and its members or deprive them of advantage. Finally, directors should act using the Business Judgment Rule. This is a judicial presumption that directors making a business decision not involving self-interest acted in good faith and with due care.

Adherence to the law is the minimum standard of expected behavior. AVA Directors must do more, however, than simply obey the law. We must embrace the spirit of the law, often going beyond legal requirements and making sure that what we do is matched by what the public understands about what we do. Transparency, openness and responsiveness to public concerns must be integral to our behavior.

This policy offers guidance for AVA's Board of Directors across the broad range of responsibilities. It provides a framework for high quality, responsible, and accountable organizations and guidelines for decision-making and action on the part of all members of the AVA Board of Directors. The guidelines set forth do not purport to deal with every circumstance that requires the exercise of judgment concerning conduct. In all circumstances, the organization holds the reasonable expectation that the individual and the organization will, at all times, be guided by honesty, respect, good sense, and the highest sense of what the ethical course may be.

Policy:

In harmony with the agency's mission to "to advance health education and research on the prevention, recognition, treatment, and health effects of violence and abuse" the Board of Directors commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

- I. The Board of Directors also commits itself to uphold the organization's **core values** as follows:

- a. To respect and support individuals, co-workers and colleagues.
 - b. To provide high quality, consistent services to its members.
 - c. To be responsive and adaptive to the needs of the academic community.
 - d. To foster a workplace that encourages initiative, creativity, teamwork and accountability in reaching our goals.
 - e. To be representative and respectful of the diverse communities we serve.
 - f. To be trustworthy and perform our duties with integrity and within the ethics of our respective professions.
 - g. To always be mindful that to be successful AVA must be financially secure and sustainable.
 - h. To be good stewards of our members', donors', funders' and contractors' trust in us.
- II. Each member of the Board of Directors of the Academy on Violence and Abuse, [when acting in the role of an AVA Director](#), will:
- a. Represent the interests of the people served by AVA and not favor special interests inside or outside the organization. This accountability requires that a member, when acting as an AVA Director, declare a conflict when any conflicting loyalty such as that to community advocacy or interest groups and membership on other boards or staffs exists. Directors will not use the AVA or his/her service on this board for personal advantage or for the advantage of friends, relatives or supporters.
 - b. Adhere to local, state, and federal laws and regulations that apply to nonprofit organizations and to AVA's lines of businesses.
 - c. Adhere to the provisions of AVA's bylaws and articles of incorporation.
 - d. Respect the confidentiality appropriate to issues of a sensitive nature. Confidentiality includes the commitment of Directors to the internal review of grievances or concerns before sharing these with the public and adherence to relevant HIPAA legal regulations.
 - e. Respect and support majority decisions of the Board of Directors.
 - f. Approach all board issues with an open mind, prepared to make the best decisions for everyone involved.

- g. Do nothing to violate the trust of the AVA members who elected the Board of Directors or of others whom AVA serves.
- h. Focus efforts on the mission of AVA and not on personal goals.
- i. Only exercise authority as a Board member when acting in a meeting with the full Board of Directors, Executive Committee or as delegated to the Board of Directors, or as explicitly set forth in AVA policies.
 - a. Members' interactions with public, press or other entities must recognize this limitation and must not speak for the Board except to repeat explicitly stated board decisions.
 - b. Members will not voice or take action on individual judgments regarding Executive Director or staff performance outside of a Board or other official AVA meeting.
- j. Consider oneself as a "trustee" of AVA and do the best to ensure that it is well-maintained, financially secure, growing and always operating in the best interests of those whom we serve.
- k. Not furnish bribes or anything of value to governmental, regulatory or referring agencies or of such agencies' personnel to improperly induce favorable action.
- l. Be truthful in solicitation materials for funds from the public and from individuals. In raising funds from the public, board members will respect the rights of donors, as follows:
 - a. To be informed of the mission of AVA, the way the resources will be used and their capacity to use donations effectively for their intended purposes;
 - b. To exercise prudent judgment in its stewardship responsibilities,
 - c. To have access to AVA most recent financial reports,
 - d. To be assured gifts will be used for the purposes for which they were given,
 - e. To receive appropriate acknowledgement and recognition,
 - f. To be assured that information about their donations is handled with respect and with confidentiality to the extent provided by the law.
 - g. To expect that all relationships with individuals representing organizations of interest to the donor will be professional in nature,
 - h. To be informed whether those seeking donations are volunteers, employees of the organizations, or hired solicitors.
 - i. To have the opportunity for their names to be deleted from mailing lists that an organization may intend to share; and
 - j. To feel free to ask questions when making a donation and to receive prompt, truthful and forthright answers.
- m. Serve as an ambassador for AVA.
- n. Will, at the time of election to AVA Board of Directors, sign an AVA Directors' Job Description which includes an agreement to uphold the Code of Ethics (See

Attachment A) and annually sign the Potential Conflict-of-Interest Statement (See Attachment B).

When interpretation of the words, phrases, or meaning of this policy, or any part of it, is required, the Chair of the Board of Directors shall provide such interpretations. If such interpretation deals with a matter involving the Chair of the Board of Directors, a group of directors designated by the executive committee of the Board shall provide the interpretation.

Approved By: AVA Executive Committee

Date: March 19, 2010

ATTACHMENT A

ACADEMY ON VIOLENCE AND ABUSE

BOARD OF DIRECTORS

COMMITMENT TO CODE OF ETHICS

As a member of the Board of Directors of the Academy on Violence and Abuse (AVA), I have read the Board of Directors' Code of Ethics and promise to:

- Uphold the organization's mission and core values.
- Fulfill the roles, responsibilities and duties of Board members of AVA
- Represent the interests of all people served by AVA and not favor special interests inside or outside the organization.
- Not use AVA or my services on this board for my own personal advantage or for the advantage of my friends, relatives or supporters.
- Respect and keep confidentiality appropriate to issues of a sensitive nature.
- Respect and support majority decisions of the Board of Directors.
- Approach all board issues with an open mind, prepared to make the best decisions for everyone involved.
- Do nothing to violate the trust of those who elected to the Board of Directors and of those whom AVA serves.
- Focus efforts on the mission of AVA and not on personal goals.
- Only exercise authority as a Board member when acting in a meeting with the full Board of Directors, or as delegated to the Board of Directors, or as explicitly set forth in board policies.
- Consider myself a "trustee" of AVA and do the best to ensure that it is well maintained, financially secure, growing and always operating in the best interests of those whom we serve.
- Not furnish bribes or anything of value to governmental, regulatory or referring agencies or of such agencies' personnel to improperly induce favorable action.
- Be truthful in my solicitation materials for funds from the public and from individuals.
- Serve as an ambassador for AVA.

Board Member Signature

Date