

## **UPSTATE HISTORY ALLIANCE CODE OF ETHICS**

**Adopted by the Upstate History Alliance Board of Directors  
September 26, 2005**

The mission of the Upstate History Alliance (UHA) is grounded in the tradition of public service. UHA exists for the benefit of its constituents and our communities. Board members, staff and volunteers are committed to the interests of these beneficiaries.

The UHA is committed to upholding and promoting to its constituency by practice and example, the highest standards of ethical conduct. UHA adheres to the standards established by the American Association of Museums and to all pertinent laws, statutes and regulations. This policy applies to Board members, staff, and volunteers.

The paramount objective of this policy is to ensure that standards and expectations for ethical conduct are well articulated, that the responsibility for raising issues of potential ethical conflict is clearly articulated, that the mechanism for engaging ethical questions and for raising questions of potential conflict or compromise is identified, and that the process for decision making when ethical questions or issues are raised is understood by board members, staff and our constituents.

UHA recognizes that the real and perceived potential for ethical conflict exists -- as qualified professionals simultaneously perform various duties within and beyond the organization; as the limitations on the number of qualified persons available at a given time to perform necessary tasks may preclude the otherwise desirable separation of functions among different persons; and because finite educational and professional opportunities within UHA's service area mean that individuals affected by this policy may have the opportunity to be influenced by prior or other professional relationships. This policy does not aim to forejudge these or any issues of conflict, but aims to ensure that when conflicts arise, they will be disclosed and analyzed, and decisions reached by a process which is fair and not arbitrary.

UHA desires this ethics policy to be transparent, proactive, and fully integrated into the daily operations and governance of the organization. A copy of this policy will be available upon request.

### **CONFLICT OF INTEREST**

Employees and board members have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. Actual or potential conflict of interest occurs when an individual is in a position to influence a decision that may result in a personal gain for him or herself or for a relative as a result of the operations of the Upstate History Alliance. For the purpose of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee or board member is similar to that of persons who are related by blood or marriage.

If an employee or a board member has influence on transactions involving purchases, contracts, grants or other financial dealings it is imperative that he or she discloses the existence of any actual or potential conflict of interest so that safeguards can be established to protect all parties. Employees or board members will not take advantage of their position with UHA for personal monetary gain.

Board members, employees and volunteers must not accept gifts, favors, loans or other dispensations that are offered to them in connection with their duties for the organization. However, representatives of UHA may accept gifts of trifling value (\$25.00 or less) when acceptance would not appear to impair their judgment or otherwise influence Alliance-related decisions. Meals, accommodations and travel expenses while on official UHA business may be accepted if clearly in the interest of UHA.

Access to secure information regarding UHA's operations is a privilege. Trustees, staff members, and volunteers are expected to exercise discretion with regard to information about the organization's internal processes and matters that are not in the public domain.

To attain the goal of full transparency, an employee or board member must recognize when a conflict (as defined above) exists with his or her responsibilities to UHA. Honest disclosure of any conflict and cooperation in resolving related issues are expected.

Employees must make disclosure of issues of conflict to the UHA Director. The UHA Director and Trustees are expected to disclose any potential or actual conflicts to the Board Development and Ethics Committee. All disclosures should be made in writing.

The Board Development and Ethics Committee is charged with the responsibility to investigate matters of conflict and identify resolution when deemed necessary. This group will evaluate ethical conflicts in light of the facts presented, context, precedents and parallels; as well as the letter and spirit of this policy as it is to be uniformly and fairly applied. The committee shall establish its own procedures for deliberating and adjudicating issues brought before it, and at all times shall have the right to bring any ethics issues or questions before the entire Board for illumination, discussion, or clarification.

An individual associated with an issue of conflict may request that his/her issue be considered by the entire Board following the deliberation by the Committee. The Board may motion to decide the question as a Committee of the Whole or remand the issue back to the Ethics Committee with a majority vote taken when a quorum of the Board is present or participating. Under all circumstances, an individual associated with ethical issue brought before the Board and the Committee may elect to be present but must recuse themselves from participation in voting.

## **ORGANIZATIONAL PRACTICES**

### **Governance**

The governing board of trustees will work to protect and enhance physical, human and financial resources, and will ensure that all resources support UHA's mission and reflect the diversity found within the museum community. The Board of Trustees will ensure that all those who work for, or on behalf of the alliance, understand and support its mission, and will fulfill its responsibilities as a public trust.

The trustees will maintain an equitable relationship with the staff in which shared roles are recognized and separate responsibilities respected. Trustees, with guidance from the Director, will ensure that professional standards inform and guide all operations.

### **Staff**

Because they are never wholly separable from UHA, employees of the organization will not abuse their official positions or their contacts within the museum community, impair in any way the performance of their official duties, compete with UHA, or bring discredit or embarrassment to UHA.

We recognize that outside employment and consulting, teaching, lecturing and writing can benefit both the organization and its staff member. However, it is important that outside activities shall not interfere with the performance of regular duties.

### **Volunteers**

Staff will support volunteers, recognize them as fellow workers, and willingly provide appropriate training and opportunities for intellectual enrichment.

### **Professionalism**

Members of the governing body must respect the professional expertise of the staff, each having been hired for their special knowledge and abilities in some aspect of the organization's operations. The resolution of issues involving professional matters should incorporate the opinions and professional judgments of relevant members of the staff. No staff member can be required to reverse, alter or suppress his or her professional judgment in order to conform to a management decision.

### **Personnel Practices and Equal Opportunity**

In all matters relating to staffing practices at UHA, the standard will be an individual's abilities in the relevant position. In these matters, as well as trustee selection, management practices, volunteer recruitment, collection usage, and services to the public, decisions will not be made on the basis of any discriminatory factors, including race, ethnicity, religion, gender, age, disability, sexual orientation, gender identity or expression.

### **Programs**

In fulfilling its mission, UHA develops educational programs, exhibits and publications which are responsive to the concerns, interests and needs of diverse constituencies throughout the state. Programs and publications will support the organization's mission. Programs and publications will be founded on sound scholarship and marked by intellectual integrity. UHA strives for accessibility in its programs.

**Upstate History Alliance  
Code of Ethics**

I affirm that I have read the Upstate History Alliance's Code of Ethics and understand my responsibility to make known to the Board Development and Ethics Committee immediately any issues or questions I may have pertaining to my compliance with this policy, including any actual, potential, or perceived conflict of interest.

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Signature

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Date