

Illinois Hospital Association Code of Conduct for Trustees and Employees

Introduction

The Illinois Hospital Association is committed to conducting its business with the highest degree of integrity and ethics. This Code of Conduct outlines the standards of behavior expected of Association Trustees and Employees.

Trustees and Employees should keep these important considerations in mind when reading this Code:

- They should follow this Code in letter and in spirit.
- They should follow this Code along with any applicable laws and other IHA policies and procedures.
- If they do not comply with the provisions of this Code their employment or affiliation with IHA may be terminated.
- If they have questions concerning the proper course of action, they should consult their immediate supervisor, the General Counsel or President for direction as appropriate.

Standards of Behavior for Trustees and Employees

Honesty. Trustees and Employees are expected to be honest and forthright in all internal and external transactions and relationships. Whether doing business with staff, members, public officials, other interest groups, sponsors, vendors, consultants, or competitors, Trustees and Employees are expected to be fair and honest and to maintain the highest ethical standards.

Compliance with Laws. In carrying out their duties on behalf of IHA, Trustees and Employees must comply with all applicable federal, state, and local laws, rules and regulations. Examples of laws that may govern their conduct include antitrust laws, laws governing lobbying and government ethics, employment laws governing discrimination and sexual harassment, and laws that govern the privacy of health care information. For additional guidance, Trustees and Employees should contact IHA's General Counsel.

Accuracy of Reports. Trustees and Employees will do their utmost to ensure the accuracy of any financial statements or reports, accounting records, tax returns, expense reports, time sheets, governmental reports, or other such documents that they prepare or approve, whether for internal or external use.

Conflict of Interest. Trustees and Corporate Officers must comply with provisions of the IHA Bylaws and Administrative Regulations governing conflicts of interest. Other Employees must notify their supervisor and the Human Resources Department of any financial or operating interest that they or a member of their immediate family hold in any organization which may constitute a conflict of interest (e.g., if the other organization has a contract with IHA).

**Illinois Hospital Association
Code of Conduct for IHA Trustees and Employees
Acknowledgement Form
2009**

I acknowledge receipt of and agree to abide by the IHA Code of Conduct for Trustees and Employees. A copy of the Code is also available on the IHA intranet.

Print Name

Signature

Date

Please return to Jude Pahnke in Human Resources.

Corporate Opportunities. Trustees and Employees owe a duty of undivided loyalty to IHA. They may not use their position with IHA to profit personally or to assist others in profiting at the expense of the organization. During employment or affiliation with IHA, Trustees and Employees may not take for personal use (or for use by a spouse, parent, or child) any business opportunity that is within IHA's existing or potential lines of business or competes with IHA. They should not use IHA time or property to generate personal gain or participate in any business that competes with IHA.

Confidential Information. Trustees and Employees must maintain the confidentiality of information entrusted to them by IHA or its members, vendors or consultants, except when disclosure is authorized or legally mandated. Trustees and Employees must take all reasonable efforts to safeguard such confidential information that is in their possession against inadvertent disclosure and must comply with any non-disclosure obligations imposed on IHA in its agreements with third parties.

Preservation of Association Assets. Trustees and Employees are expected to preserve and protect IHA's assets by making prudent and effective use of IHA resources. Travel and entertainment expenses should be consistent with their duties and the organization's resources. They should neither suffer a financial loss nor incur a financial gain as a result of business travel and entertainment.

Preservation of Records. Official corporate records such as articles of incorporation, minutes of boards and committees, tax returns, accounting records, payroll records, personnel records, and reports filed with government agencies are to be maintained in accordance with any legal requirement and internal policy. Other than pursuant to an internal document retention policy, no such documents may be discarded or destroyed without the written approval of the General Counsel.

Reporting Violations or Suspected Violations. *Trustees* are expected to report any violation or suspected violation of this Code, IHA policies, or legal requirements to IHA's President, General Counsel, or Chief Financial Officer.

Employees are expected to report any violation or suspected violation of this Code, IHA policies, or legal requirements as follows:

- They should report first to either IHA's General Counsel or Chief Financial Officer.
- If they believe that neither the General Counsel nor Chief Financial Officer can impartially investigate or address the issue, they should make their report to IHA's President.
- If an employee believes that neither the General Counsel, Chief Financial, nor President can impartially address the issue, they should make a report to the Chairman or Treasurer of the IHA Board of Trustees.
- The names and contact information for the IHA General Counsel, Chief Financial Officer, President, Chairman, and Treasurer are available on the IHA Intranet.

IHA will support employees for good faith reporting of suspected violations and will not permit any retaliation for good faith reporting of suspected violations of this Code, laws, regulations or company policies. Reports may be made anonymously and IHA will undertake reasonable efforts to maintain the confidentiality of all reports.

The Association maintains a system to receive and log reports, investigate reports in a timely fashion, take appropriate action as a result of such investigation. Management will report quarterly to the IHA Finance and Audit Committee on the number of reports, the nature of reports, and any actions taken as a result of reports.

Approved by the IHA Board of Trustees 2005