

CODE OF ETHICAL CONDUCT

INTRODUCTION

Since 1921, United Way of the Bay Area (UWBA) has been a leader in philanthropy, and a major resource to local philanthropic organizations. For many donors, we have become the primary medium to channel charitable contributions. Over the years, the record of UWBA has instilled confidence throughout the community: we have a history of responsible philanthropic service through the efforts of our employees and volunteers.

The reputation of UWBA is critical to its continued success in the Bay Area philanthropic service arena. The continuing soundness of this reputation is predominantly dependent on our employees and volunteers.

Our policy is that all representatives of UWBA comply fully with the law in their conduct of activities on behalf of UWBA, keeping in mind the importance of our integrity and honesty being beyond reproach. By our commitment, and our high standards of performance, professionalism and volunteer and philanthropic activities, we wish to set an example for other non-profit organizations.

This Code of Ethical Conduct was developed to guide all our employees and volunteers in their relations with donors, agencies, vendors and the community. It discusses issues of conflict of interest, public accountability, laws and regulations, and solicitations.

UWBA EMPLOYEES/VOLUNTEERS

Our Corporate atmosphere must:

- Encourage open and honest communication among all employees and volunteers.
- Foster an environment where individuals promote professional excellence.
- Strive to create a rewarding environment where employees and volunteers are able to achieve the highest level of personal satisfaction in their association with UWBA.

UWBA is committed to complying with equal employment laws and regulations, and works to encourage, develop and advocate an environment of diversity. Further, we will not tolerate any form of discrimination or sexual harassment.

Special employment considerations (e.g., employees with supervisory authority over relatives: or offering employment for political favors) must be avoided since the appearance of favoritism is easily perceived.

RESPONSIBILITY OF EMPLOYEES/VOLUNTEERS

High Standards of Integrity

Our organizational success and future well being is based upon always acting in an ethical manner to fulfill our philanthropic responsibilities to the community-at-large. Strict adherence to the highest standards of integrity and honesty must be the cornerstone of our conduct. Our actions must reflect our high standards of professionalism and thereby promote public confidence in philanthropic institutions.

Employees and volunteers will:

- Adhere to this Code of Ethical Conduct when setting policy on behalf of UWBA or otherwise managing the organization's affairs.
- Disclose any potential conflict of interest situation (See the Conflict of Interest Policy).
- Observe the highest standards of privacy and confidentiality regarding the business and affairs of UWBA and information about its donors, grantees, vendors and suppliers. This policy applies to information, however maintained (on paper, voice-recording or in any electronic form). Further, the obligation to protect private and confidential UWBA information continues after one's employment or volunteer involvement ends.

Stewardship of our Donors' Funds

We hold in highest regard the will of all those who contribute to UWBA. We have a fiduciary responsibility to ensure that all contributions are utilized to the fullest extent to support philanthropic activities throughout the Bay Area.

In dealing with our donors, we must:

- Make full and fair disclosure of information to donors.
- Avoid accepting contributions for the express direct or indirect benefit of political groups or causes when such a grant would jeopardize UWBA's non-profit status.
- Avoid linking acceptance of contributions to any stipulation to transact business with any party.

AGENCY RELATIONS

All UWBA agencies must be treated fairly to avoid favoritism, discrimination, or the appearance of impropriety.

We must:

- Respect each agency and its employees and never infringe on the agency's right to carry out its program.
- Not influence decision-making or attempt to direct the business transactions of an agency in a manner that might conflict with its bylaws, charter or mission.
- Ensure that no preferences or advantages are given to any agency in exchange for either personal benefit or other improper consideration.

VENDOR RELATIONS

Vendors must be treated fairly to avoid favoritism, discrimination or the appearance of impropriety.

We must:

- Afford all vendors reasonable opportunity to offer their products or services on a competitive basis.
- Conduct all competitive bidding in a fair and professional manner, giving no special preference or advantage to any vendor or volunteer.

CONFLICT OF INTEREST

All UWBA representatives must avoid any activity that could adversely affect UWBA's reputation or relations with others, or could conflict with the organization's interests. The unauthorized use of the organization's name, time, resources or information is strictly prohibited. It is important to avoid even the appearance of a conflict of interest that could undermine the public's confidence in UWBA. Please refer to the United Way of the Bay Area Conflict of Interest Policy.

PUBLIC ACCOUNTABILITY

Accountability at all levels

UWBA is accountable to its donors and to the community-at-large. Complete and precise accounting of all transactions in accordance with generally accepted accounting principles consistently applied is essential to control the organization's affairs and to maintain the integrity of activities. We encourage a system that compels accountability at all levels. Disclosure of our financial practices is an essential element of the accountability process. Full and complete disclosure reinforces responsibility and strongly deters wrongdoing.

It is vital that all monetary and in-kind donations, as well as all other monies passing through the organization, be accurately recorded and accounted. No funds are to be used in a manner that would suggest a desire to improperly influence another's decision making and/or cause an undue personal benefit or gain.

LAWS AND REGULATIONS

Compliance with all laws

UWBA is a non-profit, public benefit organization organized under and subject to, state charitable trust laws and the federal tax code. UWBA's goal is to comply with both the letter and spirit of the law.

To this end, UWBA employees and volunteers will:

- Comply with all laws and regulations affecting the organization.
- Not use UWBA funds, assets, facilities, materials or other services, directly or indirectly, for the purpose of providing contributions or support for either political parties or candidates for public office.
- Report violations and protect those who report violations.

SOLICITATIONS

No solicitation inconsistent with mission

UWBA employees should be free from unwarranted interruptions in the form of solicitations from other employees or volunteers. Therefore, employees of UWBA should not:

- Solicit or distribute literature for purposes inconsistent with organization mission on UWBA premises.
- Be required to contribute or respond to a solicitation for fear that their response will be a factor in their career standing.

CONCLUSION

Our ethical obligations as employees and volunteers go beyond what has been discussed in this document. A simple rule to remember is that actions or behaviors that cannot withstand public scrutiny must be avoided. We want to comply with applicable laws and be seen as an ethical leader in all situations. Meeting our legal and ethical obligations cannot be fully defined or ensured by any set of rules, however extensive. In the end, our individual and collective confidence rests on the integrity of each of us.

Approved by the Board of Directors - May 19, 1994
Revised and approved by Board of Directors – March 2003
Renewed by Board of Directors – 2004-05
Renewed by Board of Directors – 2005-06
Renewed by Board of Directors – 2006-07
Renewed by Board of Directors – 2007-08
Renewed by Board of Directors --2008-09
Renewed by Board of Directors – 2009-10
Renewed by Board of Directors – 2010-11
Renewed by Board of Directors – 2011-12

I HAVE READ AND FULLY UNDERSTAND AND AGREE TO ABIDE BY THIS POLICY STATEMENT OF UNITED WAY OF THE BAY AREA'S CODE OF ETHICS.

DATE: _____, 2011

SIGNATURE: _____

PRINT NAME: _____