TAADAS Policy 1.03  
Appendix B – Business and Ethics

Introduction
This Code of Business Conduct and Ethics (the "Code") contains general guidelines for conducting the business of TAADAS in a manner consistent with the highest standards of ethical conduct and professional integrity. TAADAS chooses to operate under this Code in an effort to maintain the high standard of conduct expected and deserved by the public.

This Code applies to all of TAADAS directors, officers, volunteers and employees. For simplicity, all persons covered by this Code are referred to as "TAADAS Associates" or simply "Associates." All Associates are required to review and sign this document indicating understanding of, and agreement with the standards and requirement in this code.

TAADAS expects its Associates to listen to our stakeholders and make all reasonable efforts to satisfy their needs and concerns within the scope of our mission. Associates should strive for excellence and innovation, demonstrating professionalism, respect and responsiveness to constituents, funders and others. TAADAS Associates should possess a commitment to do what is right, obey all laws, behave with integrity and honesty, treat people fairly, respect diversity, accept accountability, communicate openly and always behave in a way that is above reproach. Associates are expected to maintain these high ethical standards at all times and to avoid even the appearance of improper behavior. It is the position of TAADAS that no business interest or result justifies a breach or compromise of these standards. Any Associate who violates these rules of conduct and behavior could be subject to criminal or civil penalties and/or subject to corrective action up to and including discharge from TAADAS.

Applicability
Certain TAADAS Associates are subject to professional ethical requirements in addition to the requirements of this Code. TAADAS expects for there to be few, if any, conflicts between those dual sources of ethical obligations for these individuals. In the rare circumstances when conflicts do exist, each affected individual must honor his or her professional duties as imposed by applicable law and professional ethics codes. Such individuals are encouraged to consult with the TAADAS Executive Director, if permissible, while adhering to these professional duties prior to making an act or omission required by their professional ethical obligations that would not otherwise be permissible under this Code.

This Code covers a wide range of business practices and procedures. It does not cover every issue that may arise, but it sets out basic principles to guide all persons to which it applies. If a law conflicts with a policy in this Code, an Associate must comply with the law; however, if a local custom or policy conflicts with this Code, he or she must comply with this Code. If an Associate has any questions about these conflicts, he or she should ask his or her supervisor, the TAADAS Executive Director or TAADAS Board President as to how to handle the situation.

Compliance with Laws, Rules and Regulations
Each Associate has an obligation to faithfully comply with both the letter and spirit of all laws, rules and regulations of federal, state and local governments, and all applicable private and public regulatory agencies. Obeying the law, both in letter and in spirit, is the foundation on which TAADAS ethical standards are built. Although Associates are not expected to know the exact details of all laws, at a minimum, each Associate is expected to understand and comply with the laws, rules and regulations that apply to his or her job position. If
an Associate has any doubt about whether a course of action is lawful, such Associate should seek advice from his or her supervisor, the Executive Director, the President of the Board of Directors or a member of the Executive Committee of the Board of Directors, as the case may be, as prescribed herein by the Code.

**Title VI**
As a recipient of Federal Financial Assistance (FFA), TAADAS affirms its policies that no person shall be denied the opportunity to participate in Federal Financially Assisted programs based on race, color, national origin, sex, religion, disability, or beliefs.

The TAADAS non-discrimination policy further affirms, that as a recipient of FFA, TAADAS will not discriminate on the basis of age, race, sex, color, national, disability, or beliefs in its hiring and employment practices, or in admission to, access to, or operation of its program, services, and activities.

TAADAS will operate in accordance with following federal and state laws: Title VI of the Civil Rights Act of 1964 (42 U.S.C. 2000d); Section 504 of the Rehabilitation Act of 1973, as amended, 42 U.S.C. 794; Age Discrimination ACT of 1975; Americans with Disabilities Act; and Title IX of the Education Amendments 1972.

**Conflicts of Interest**
A “conflict of interest” exists when a person’s private interest interferes in any way with the interests of TAADAS. A conflict situation can arise when an Associate takes actions or has interests that may make it difficult to perform his or her work for TAADAS objectively and effectively. Conflicts of interest may also arise when an Associate or members of his or her family, receives improper personal benefits as a result of his or her position with TAADAS. Loans to, or guarantees of obligations of, Associates and their family members may create conflicts of interest.

Unless disclosed to and permitted by the Executive Director or Executive Committee President, it is almost always a conflict of interest for a TAADAS Associate to work simultaneously for a competitor, client, patient, or supplier. An Associate should avoid any direct business connection outside their TAADAS responsibilities with TAADAS clients, patients, suppliers or competitors. Under no circumstances is an Associate to conduct business directly or indirectly with TAADAS except with the prior approval of TAADAS's Executive Director after full disclosure of all the circumstances to the Board of Directors.

Conflicts of interest are prohibited except as reviewed and allowed by the Executive Committee. Such an approval may include an expectation that the Associate refrain from certain aspects of TAADAS business or activities. Conflicts of interest may not always be immediately apparent, so Associates are encouraged to consult with their supervisor, the Executive Director or the President of the Board if they are in doubt about a course of action. Any Associate who becomes aware of a conflict or potential conflict should bring it to the attention of their supervisor, TAADAS Executive Director, the President of the Board or a member of the Executive Committee of the Board. Similarly, if an Associate suspect that their situation could possibly result in a conflict of interest or be reasonably perceived by others to constitute a conflict of interest, they should consult with the previously mentioned members of TAADAS leadership. Conflicts of interest may only be permitted on a case-by-case basis through a waiver of the Code as described herein.

**Corporate Opportunities**
Associates are prohibited from pursuing or accepting business opportunities for personal gain that the Associate discovers through the use of corporate property, information or position unless the Board of Directors approves such taking in advance. No Associate may use corporate property, information, or position for improper personal gain, and no Associate may compete with TAADAS directly or indirectly. Associates owe a duty to TAADAS to advance its legitimate interests when the opportunity to do so arises.
Competition and Fair Dealing
TAADAS seeks to outperform its competition fairly and honestly. TAADAS seeks competitive advantages through superior performance, never through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner’s consent, or inducing such disclosures by past or present Associates of other companies is prohibited. Each Associate should endeavor to respect the rights of and deal fairly with TAADAS suppliers, competitors and Associates. No Associate should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.

The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage. No gift or entertainment should ever be offered, given, provided or accepted by any TAADAS Associate, family member of an Associate or agent unless it: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is worth less than $50 in value, (4) cannot be construed as a bribe or payoff and (5) does not violate any laws or regulations. An Associate should discuss with his or her supervisor, the Executive Director, the President of the Board or a member of the Executive Committee of the Board, as the case may be, any gifts or proposed gifts which he or she is not certain are appropriate.

Workplace Conduct
TAADAS expects each associate to make an effort to understand, respect and support our constituents from other cultures, exemplified by the contributions of our staff and executive leadership, and to contribute to an organizational culture that respects the diverse, individual contributions of staff and leadership. The diversity of TAADAS Associates is a tremendous asset. TAADAS is firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment of any kind. Examples include, but are not limited to, derogatory comments based on racial or ethnic characteristics and unwelcome sexual advances. Furthermore, TAADAS leadership will make every effort to foster an environment where no Associate is dismissed, passed over, disparaged or otherwise discriminated against based on race, gender, religion, ability, age, veteran status or other protected characteristics. Any complaints of such treatment should be directed to the Associate’s supervisor, Executive Director or a member of the Executive Committee without fear of reprisal.

Supervisors must be particularly mindful to maintaining solely professional relationships with subordinates, and likewise, Associates must be mindful of maintaining totally professional relations with other Associates, customers, clients and patients. Undue pressures, no matter how subtle, which result in less than professional relations, must be avoided. Supervisor – Supervisee relationships should be avoided. Evidence of violation of the letter or spirit of this policy will result in appropriate disciplinary measures.

Completing any work for another employer or conducting outside business during an employee’s scheduled hours at TAADAS, whether working remotely or in the office, is not acceptable. Additionally, soliciting, involving or pressuring any other TAADAS Associate or customer/client (who may be vulnerable to actual or perceived coercion) to participate in such outside business is prohibited, regardless of whether the conduct takes place during TAADAS working hours.

Health and Safety
TAADAS strives to provide each Associate with a safe and healthful work environment. Each Associate has responsibility for maintaining a safe and healthy workplace for all Associates by following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions. Violence and threatening behavior are not permitted. Associates should report to work in condition to perform their duties,
free from the influence of illegal drugs or alcohol. The use of alcohol or illegal drugs in the workplace will not be tolerated.

Record-Keeping
TAADAS requires honest and accurate recording and reporting of information so that it can make responsible business decisions and make full, fair, accurate, timely and understandable disclosure in the reports and documents TAADAS files with, or submits to State or Federal agencies or commissions and in its other public communications. All of TAADAS's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect TAADAS transactions and must conform both to applicable legal requirements and to TAADAS's system of internal controls. Unrecorded or “off the books” funds or assets may not be maintained unless permitted by applicable law or regulation.

Many Associates regularly use business expense accounts, which must be documented and recorded accurately. If an Associate is unsure whether a certain expense is legitimate, he or she should ask his or her supervisor. Business records and communications often become public, and Associates should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos, and formal reports. Records should always be retained or destroyed according to TAADAS record retention policies and applicable law.

Confidentiality
Associates must maintain the confidentiality of information entrusted to them by TAADAS or its clients or other Associates, except when disclosure is authorized by TAADAS management or required by laws or regulations. Confidential information may be disclosed by a program participant, family member, discovered in attending a Child Fatality Review Board or an Overdose Review Board and should not be discussed outside of those settings. Confidential information includes all non-public information in whatever form: written, oral or electronic, that might be of use to competitors, or harmful to TAADAS or its clients or patients, if disclosed. An important part of confidential information consists of medical records and medical information about clients and Associates. The release of any medical records and/or medical information may constitute a violation of state and federal law. The improper or unlawful release of any medical records and/or medical information will not be tolerated under any circumstance. The obligation to preserve confidential information continues even after an Associates’ relationship with TAADAS ends.

Protection and Proper Use of Company Assets
All Associates should endeavor to protect TAADAS assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on TAADAS's success. Any suspected incident of fraud or theft should be immediately reported for investigation. TAADAS equipment should not be used for non-Company business, though incidental personal use may be permitted.

The obligation of Associates to protect TAADAS assets includes protection of its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information is a violation of TAADAS policy.

Political Contributions; Payments to Government Personnel
Contributions by TAADAS, directly or indirectly, to or on behalf of candidates for federal office are not permitted. Other political contributions may be allowed only if permissible under applicable laws, rules and regulations, as
determined by TAADAS’s Executive Director after consultation with legal counsel, and only if approved in writing by TAADAS's Board of Directors.

The U.S. government has a number of laws and regulations regarding business gratuities which may be accepted by U.S. government personnel. The promise, offer or delivery to an official or Associate of the U.S. government of a gift, favor or other gratuity in violation of these rules would not only violate TAADAS policy but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules. TAADAS's Executive Director can provide guidance to an Associate in this area.

**Annual Statement**

Associates of TAADAS may be required to submit an annual statement that they have reviewed this disclosing actual and potential conflicts of interest and including the following affirmation:

"I have examined and understand TAADAS's Code of Business Conduct and Ethics (the "Code"). I undertake to report promptly, in accordance with the Code, any circumstances in TAADAS' business or operations that may involve a violation of any applicable law, rule or regulation and any other circumstances that may involve a violation of the Code. I confirm that I do not know of any such circumstances not previously reported."

**Compliance Procedures**

**Seeking Help and Information**

This Code is not intended to be a comprehensive rulebook and cannot address every situation that Associates may face. In the event any Associate feels uncomfortable about a situation or has any doubts about whether it is consistent with TAADAS's ethical standard, he or she should seek help. TAADAS encourages its Associates to contact their supervisors for help first. If a supervisor cannot answer a particular question or if an Associate does not feel comfortable contacting his or her supervisor, such Associate should contact the Executive Director. Additionally, the Executive Director or a Board Member should direct his or her questions to either the President of the Board or a member of the Executive Committee of the Board.

**Reporting Violations of the Code; Illegal or Unethical Behavior**

All Associates have a duty to report any known or suspected violation of this Code, including any violation of the laws, rules, regulation or policies that apply to TAADAS. If an Associate knows of or suspects a violation of this Code, he or she should immediately report the conduct to his or her supervisor. The supervisor will contact the Executive Director, which will work with the Associate to investigate the matter. If the Executive Director or a Board Member knows of or suspects a violation of this Code, he or she should immediately report the conduct to the President of the Board or, if the Director or Board Member does not feel comfortable reporting the conduct to the President, the report may be made to a member of the Executive Committee of the Board.

All reports of known or suspected violations of the law or this Code will be handled sensitively and with discretion. Each supervisor, the Executive Director and each of the Board Members of TAADAS will protect each Associate's confidentiality to the extent possible, consistent with law and TAADAS' need to investigate the matter. It is TAADAS's policy that any Associate who violates this Code will be subject to appropriated discipline, which may include termination of employment or removal from the Board of Directors, as the case may be. This determination will be based upon the facts and circumstances of each particular situation. An Associate accused of violating this Code may be given an opportunity to present his or her version of the events at issue prior to any determination of appropriate discipline. The conduct of each Associate, as a representative of TAADAS, should be judged considering whether that action is right, fair and legal, and whether that action could withstand the scrutiny of outsiders.
Policy Against Retaliation
TAADAS strictly prohibits retaliation against an Associate who, in good faith, seeks help or reports known or suspected violations of either the law or this Code. Any reprisal or retaliation against an Associate because the Associate, in good faith, sought help or filed a report will be subject to disciplinary action, including the potential termination of employment.

Suggested Steps
We must all work to ensure prompt and consistent action against violations of this Code. However, in some situations it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are the steps to keep in mind:

Make sure you have all the facts. To reach the right solutions, we must be as fully informed as possible.

Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific question you are faced with, and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.

Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.

Discuss the problem with your supervisor. This is the basic guidance for nearly all situations. In many cases, your supervisor will be more knowledgeable about the question, and will appreciate being brought into the decision-making process. Remember that it is your supervisor’s responsibility to help solve problems.

Seek help from TAADAS resources. In the rare case where it may not be appropriate to discuss an issue with your supervisor, or where you do not feel comfortable approaching your supervisor with your question, discuss it locally with the Executive Director. In the instance that a Director or Member of the Board of Directors has a problem or question in connection with this Code, that individual may contact either the President of the Board or, in the instance that the individual did not feel comfortable approaching the President, a Member of the Executive Committee of the Board.

You may report ethical violations in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected to the extent possible as noted in this Code. TAADAS does not permit retaliation of any kind against Associates for good faith reports of ethical violations.

Always ask first, act later. If you are unsure of what to do in any situation, seek guidance before you act.

Waivers of the Code of Business Conduct and Ethics
Waivers of this Code will be granted only in extraordinary circumstances. Any waiver of this Code for Associates may be made only by the Board of Directors or the appropriate Board committee in writing and will be promptly disclosed as required by applicable law, rule or regulation.

This Code and the matters contained herein are neither a contract of employment nor a guarantee of continuing TAADAS affiliation. TAADAS reserves the right to amend, supplement or discontinue this Code and the matters addressed herein, without prior notice, at any time.
"I have examined and understand TAADAS's Code of Business Conduct and Ethics (the "Code"). I undertake to report promptly, in accordance with the Code, any circumstances in TAADAS' business or operations that may involve a violation of any applicable law, rule or regulation and any other circumstances that may involve a violation of the Code. I confirm that I do not know of any such circumstances not previously reported."

As an association member of TAADAS, its Executive Committee or an employee of TAADAS, I will uphold and promote the principles of this code and as an organizational, affiliate or individual member of TAADAS I will abide by it in all my conduct and business operations.

Signature______________________________________________________

Date__________________________________________________________