



## **POLICIES ON ETHICS AND CONFLICT OF INTEREST**

**Adopted March 13, 2008**

### **I. INTRODUCTION**

It is the goal of Emerson College to adhere to the highest ethical standards in all that it does. The College expects that faculty, staff, and student employees ("Personnel") will adhere to such standards in their dealings with each other and with those beyond the College community. Ethical business conduct calls for all Personnel to assume responsibility for safeguarding and preserving the College's assets and resources in the fulfillment of the College mission. The College will comply fully with all relevant laws and all contract and grant requirements, as well as with its own high standards of integrity and quality. Personnel are expected to assume personal responsibility and accountability for understanding relevant laws, regulations, and contract and grant requirements. In addition to complying with specific laws or regulations that govern business activities, standards of fairness, honesty, and respect for the rights of others will govern the College's conduct at all times.

### **II. ETHICAL PRINCIPLES**

#### ***A. COMPLIANCE WITH LAWS.***

The College will transact its business in compliance with the laws of the jurisdictions in which it does business. Personnel will familiarize themselves with any legal obligations arising out of the work done for the College, including but not limited to the obligations to comply with applicable recordkeeping requirements and not to retaliate against anyone who reports a suspected violation of the law. If questions arise regarding compliance with the law, or if it appears that a College policy conflicts with the relevant law, the Personnel who become aware of that situation should contact the College office that has oversight responsibility for the policy, or the Office of the General Counsel.

#### ***B. CONTRACTUAL AND GRANT OBLIGATIONS.***

In addition to its commitment to comply with applicable laws, the College recognizes its contractual obligations to donors, the government, suppliers, research sponsors, employees and others with whom it contracts. Regardless of the source of funds, the College will adhere to its contractual obligations.

#### ***C. INTEGRITY AND QUALITY.***

Personnel should recognize that the College has earned and must maintain a reputation for integrity and quality that goes beyond compliance with laws, regulations and contractual obligations. The College strives for excellence in administration as well as academics. Even the appearance of misconduct or impropriety can cause severe damage to the College's reputation. As such, Personnel must strive at all times to maintain the highest standards of quality and integrity.

#### ***D. CONFIDENTIAL INFORMATION.***

Personnel may have access to confidential, proprietary and private information. Those who have access to this information may not make any unauthorized use or disclosures of the information, either during or after employment.

#### ***F. FINANCIAL REPORTING.***

All College accounts, financial reports, tax returns, expense reimbursements, time sheets and other documents, including those submitted to government agencies, must be accurate, clear and complete. All entries in College books and records, including departmental accounts and individual expense reports, must accurately reflect each transaction.

#### ***G. AUTHORITY TO CONTRACT.***

Before signing a contract, Personnel must ensure that the transaction is in accordance with applicable College procedures and should seek written confirmation from the General Counsel that they have legal authority to sign the contract.

#### ***H. USE OF COLLEGE RESOURCES.***

Personnel shall safeguard College resources, using them for their intended purposes and taking reasonable steps to prevent damage or theft. Personnel shall not use College resources, including College space, for non-College purposes, including business or commercial use, with the exception of occasional, de minimis personal use that has no financial or operational impact. Personnel may use College letterhead only in connection with College business. Personnel may not use the College name or marks to endorse a product or service without the written approval of the Vice President for Finance and Administration. College resources may not be used to support or oppose a candidate for public office. The College's ability to take a position on legislation is limited, and no employee should support or oppose legislation using College resources without the prior approval of the Vice President for Public Affairs.

#### ***I. POLICY ON GIFTS.***

**I.1. Definitions.** A “gift” is any item, service, favor, gratuity, or other benefit offered to Personnel, or to a member of Personnel’s family, by someone seeking a decision by, or relationship with, the College. Gifts include, but are not limited to, goods and services, food, beverage, travel, lodging, admission to entertainment, discounts, and cash or cash equivalents such as gift cards, vouchers, or credits. “Family” means spouse or domestic partner, child, parent, or sibling, or anyone residing with Personnel.

**I.2. Prohibition on Gifts.** Personnel may not solicit gifts, and no Personnel may accept a gift unless it is specifically authorized by this policy. Under no circumstances may Personnel solicit or accept a gift involving payment of travel or lodging expenses.

**I.3.. Promotional Items.** Personnel may accept promotional items of nominal value, such as mugs, pens, mouse pads and similar items that vendors routinely distribute to customers.

**I.4. Media/Sample items.** Personnel may accept printed materials, media such as CDs, DVDs, videotapes or software, or samples for the purpose of evaluation or review, so long as the total value does not exceed \$50.

**I.5. Perishable gifts.** Personnel may accept perishable gifts such as flowers and food with a value of \$200 or less.

**I.6. Meals, Beverages, and Entertainment.** Unless there is a departmental policy to the contrary, in the course of conducting College matters Personnel may accept food and beverages offered as a gesture of common courtesy at meals or receptions, and entertainment when it would be impractical or uncivil to decline. The College expects Personnel to exercise restraint and good judgment under this exception, and to decline or reimburse for frequent or extravagant food, beverage, or entertainment. Personnel must get the written approval of their Vice President, preferably in advance, when the value of the food, beverage, or entertainment is estimated to be \$200 or more. Vice Presidents must get the written approval of the President, and the President must get the written approval of the Chair of the Board of Trustees.

**I.7. Social or Ceremonial Gifts.** On occasion Personnel may be offered social or ceremonial gifts in connection with their College duties in situations where it is awkward or impolite to decline. Examples of such gifts include gifts from visiting foreigners with a recognized culture of gift-giving; gifts in appreciation of a particular courtesy or service, such as from a parent, student, or alumnus, or gifts in connection with a significant event, such as a promotion or the birth of a child. Unless there is a departmental policy to the contrary, Personnel may accept a social or ceremonial gift, so long as the value of the gift (or of all gifts from the same source in any 12-month period) is less than \$200. The College expects Personnel to exercise restraint and good judgment under this exception, and to

consult their supervisor if acceptance of the gift would create an appearance of impropriety. Where the value of the gift is estimated to be \$200 or more, Personnel shall either (i) decline or return the gift or (ii) accept the gift on behalf of the College and surrender it to the Vice President for Institutional Advancement so that it may properly accepted and acknowledged as a gift in kind to the College.

### ***J. CONSEQUENCES OF VIOLATIONS OF COLLEGE POLICIES.***

Each person is responsible for ensuring that his or her own conduct and the conduct of anyone reporting to him or her fully comply with this Code and with the College's policies. Violations may result in the taking of appropriate disciplinary action up to and including discharge from employment. Disciplinary action will be taken in accordance with the procedures applicable to faculty, staff, or students, as the case may be. Conduct representing a violation of this Code may, in some circumstances, also subject an individual to civil or criminal charges and penalties.

## **III. REPORTING OF SUSPECTED VIOLATIONS**

**A. Reporting to Management** - The College welcomes good faith reports of suspected violations. No Personnel who in good faith reports a violation shall suffer harassment, retaliation, or adverse employment consequences as a result of making a report. Personnel should report suspected violations of applicable laws, government or College regulations, government or industrial contract and grant requirements, or this Code. This reporting should normally be made initially through standard management channels, beginning with the immediate supervisor. Alternatively, employees may go to a higher level of management and may also report suspected violations or problems to the Vice President for Finance and Administration, or the Vice President and General Counsel. If a violation is reported anonymously, the College will investigate the violation if sufficient detail is provided to allow for an investigation.

**B. Cooperation** - All employees should cooperate fully in the investigation of any misconduct.

## **IV. CONFLICT OF INTEREST**

### ***A. INTRODUCTION***

Personnel should avoid situations that create or appear to create conflicts between their personal interests and the interests of the College. All decisions made by Personnel in the course of their professional responsibilities to the College are to be made solely on the basis of their desire to promote the best interests of the College. If an individual's personal interests might lead an independent observer reasonably to question whether the individual's actions or decisions on behalf of the College are influenced by those personal interests, the

individual should recuse himself or herself from the decision making process and notify the responsible College officials, as described in more detail in this policy. In the event that Personnel have a significant financial, personal or professional interest that could potentially create a conflict of interest or the perception of one in any transaction involving the College, such person shall, as soon as he or she has knowledge of the transaction, take the following actions:

**1. Disclosure .** Disclose fully in writing (email is permissible) the precise nature of his or her interest in such transaction to those at the College involved with the transaction, or to his or her Dean, Department Chairperson, Supervisor, or other independent responsible authority; and

**2. Non-Participation.** Refrain from participation (including acting individually or as a member of a committee or other group) in the College's consideration of the proposed transaction unless expressly permitted to do so by a responsible authority of the College.

## **B. Definitions**

For purposes of this policy:

**"The College"** shall mean all of Emerson College, including and affiliated organizations controlled by it (e.g. the Emerson College Alumni Association, and Ploughshares Magazine).

**"Significant financial interest"** shall mean any direct or indirect interest with monetary value, including but not limited to:

1. salary, other payments for services (e.g., consulting fees or honoraria), royalties or other payments that, when aggregated for the individual and the individual's family over the next twelve months, are expected to exceed \$10,000;
2. equity interests (e.g. stocks, stock options or other ownership interests) that, when aggregated for the individual and the individual's family, either exceeds \$10,000 in value (as determined through reference to public prices) or represents more than five percent (5%) ownership interest in any single entity;
3. intellectual property rights (e.g., patents, copyrights and royalties from such rights). Personnel's intellectual property rights for work created at the College or using College resources is also governed by the College's Intellectual Property Policy, which may be found at **[to be inserted]**.

The term "significant financial interest" does *not* include:

- a. salary, royalties, or other remuneration from the College; or

b. income from seminars, lectures, or teaching engagements sponsored by US Federal, state, or municipal entities.

### ***C. OUTSIDE EMPLOYMENT and/or BUSINESS INTERESTS***

**C.1. ECCAAUP Faculty.** ECCAAUP faculty's ability to engage in outside employment is also governed by Section 12.3 of the collective bargaining agreement with the College.

**C.2. Full-time staff and administrators.** Full-time staff and administrators' ability to engage in outside employment and/or business interest is also governed by the College's Outside Employment Policy, which may be found at **[to be inserted]**. Certain staff and administrators may have specific limitations on outside employment in their individual employment contracts.

### ***D. Additional Required Disclosures***

#### **Certain Administrators**

The following persons shall also disclose in writing to the Office of the General Counsel on a quarterly basis, on disclosure forms provided by that Office all significant financial interests in non-Emerson business organizations and all affiliations as an officer, director, trustee, partner, employee, consultant, or agent of any organization other than Emerson College or the person's principal employer:

1. the President;
2. the Vice Presidents, Associate Vice Presidents, the Deans, Directors of administrative units, and
3. anyone designated in writing by the President.

### ***E. Compliance***

All persons subject to this policy are expected to comply fully and promptly with it. Instances of deliberate breach of policy, including failure to file or knowingly filing incomplete, erroneous, or misleading disclosure forms, violation of the guidelines, failure to comply with prescribed monitoring procedures, will be reported to the appropriate senior officer.

All known violations, disputes and other issues arising out of the application of this policy to employees shall be referred to the President for appropriate action.

### ***V. Examples***

1. A friend of a College employee asks for a favor. Her child is a student at the College. The friend would like to know the student's grades, but the student has

not given the parent permission. The College employee agrees to tell the friend her child's grades. *This violates the policy. The employee is responsible for keeping confidential College information confidential.*

2. An administrator is purchasing computer software for the College. The software company sends the administrator a contract to sign. The administrator does not understand everything in the contract, but signs it anyway because he needs the software immediately. *This violates the policy. The administrator is responsible for understanding the requirements of the contracts he signs on behalf of the College, and for consulting legal counsel when he does not understand the contract.*

3. A donor makes a significant gift to the College on January 1. The College gift officer agrees to date the gift receipt December 31, so that the donor can get the tax deduction in the previous year. *This violates the policy. The gift officer must create accurate records on behalf of the College.*

4. A faculty member supports a candidate for governor. She sends a letter to the editor, on College stationery, explaining why she supports the candidate. *This violates the policy. College letterhead may only be used for College business, and the faculty member's expression of her personal opinion is not College business. Furthermore, College resources cannot be used to support or oppose a candidate for public office.*

5. A faculty member supports a candidate for governor. He invites the candidate to speak to his class. *This may be permissible, depending on the circumstances. The faculty member should be sure that the candidate's remarks are relevant to the subject of the class. The faculty member should insure that the candidate does not use the class to support her candidacy or oppose that of another. The faculty member should be sensitive to the College's reputation for fairness and integrity, perhaps by ensuring that candidates with opposing views are also invited to speak to the class.*

6. An employee sells Avon products in her free time. She uses her College telephone to make a quick call confirming that evening's appointment with a client. *This may be permissible, depending on the circumstances. In general, employees may not make non-College use of College resources. However, occasional, deminimis use that has no financial or operational impact is permissible.*

7. An employee sells Avon products in her free time. She puts her College email and telephone number on her marketing materials, spends about half an hour a day responding to client calls and emails, and occasionally invites clients to view new product lines in her department's conference room. *This violates the policy. The use is more than occasional and deminimis, and is likely to have an operational impact on the College. Furthermore, the College's Electronic*

*Information Policy prohibits use of the College's computing facilities and services for non-College business or consulting purposes.*

8. An employee gets two Red Sox tickets from an old friend. *This is permissible. It is not a "gift" within the meaning of the policy so long as the old friend is not seeking a decision by, or a relationship with, the College.*

9. A faculty member who assists the admissions office in reviewing applicants' creative work gets two Red Sox tickets from an old friend whose child has applied to the College. *This violates the policy. Employees may not accept a gift from someone who seeks a decision by, or a relationship with, the College, unless the gift falls within a specific exception. There is no exception that covers Red Sox tickets under these circumstances.*

10. A College employee accepts a vendor's invitation to fly, at the vendor's expense, to another state to evaluate the vendor's product. *This violates the policy. Under no circumstances may a College employee accept a gift involving payment of travel or lodging expenses from someone who seeks a relationship with or a decision by the College.*

11. A vendor takes employees to lunch to discuss the vendor's products. *In general, this is permissible. Employees may accept food and beverages offered as a gesture of common courtesy even from those seeking a relationship with, or a decision by, the College. However, certain departments at the College have departmental policies that may be more restrictive than this general policy and may prohibit acceptance of meals.*

12. The parents of an international student send a faculty member a gold Cartier fountain pen just before final grades are due. *This may not be permissible, depending on the circumstances. Employees may accept social or ceremonial gifts in connection with their College duties in situations where it is awkward or impolite to decline. However, the College expects employees to exercise restraint and good judgment in accepting social or ceremonial gifts, and to avoid impropriety or the appearance of impropriety. The timing of the gift and final grades may create the appearance of impropriety. Finally, where the value of the gift is estimated to be \$200 or more, College employees must either decline or return the gift, or accept it on behalf of the College and give it to the Vice President for Institutional Advancement so it may be properly acknowledged as a gift to the College*

13. The department timekeeper notices that his supervisor marks himself present on his time sheets when he is in fact absent. The timekeeper is uncomfortable and reports this to Human Resources. At the timekeeper's annual review, the supervisor gives the timekeeper a low evaluation and withholds a pay raise. *This may violate the policy if the supervisor's actions are due to the timekeeper's report, rather than his performance of his job. Employees are encouraged to*

*make good faith reports of suspected violations of this policy, such as falsifying College records, and employees may not retaliate against someone who makes a good faith report.*

14. A College employee needs a graphic designer for a College project. She contracts with her friend's son, who is trying to build his graphic design business. *This may violate the policy. The employee must make contract decisions solely on the basis of what is best for the College, not on the basis of aiding a friend's son. Even if the friend's son is a competent and cost-effective graphic desire, the College employee should disclose the personal relationship, as the policy directs, to avoid the perception of a conflict of interest.*

15. A College employee's domestic partner bids on a College project that the employee is supervising. The contract is worth \$9,000 a year to the domestic partner. *This may violate the policy. The domestic partner is a member of the employee's family as defined in the policy. Although the contract is not a "significant financial interest" because it does not have an annual value of \$10,000 or more, the employee's personal relationship with his domestic partner might lead an independent observer reasonably to question whether the employee's actions or decisions on his behalf of the College are influenced by those personal interests. The employee must disclose the family relationship, as the policy directs, to avoid a conflict of interest*

16. A College employee participates in decisions to buy paper for the College. The employee own stock in Staples worth \$11,000. Staples has a contract to sell paper to the College. *The employee has a significant financial interest which she must disclose to the College. She may not participate in decisions to purchase paper unless expressly permitted to do so by a responsible authority of the College.*