



Code of Ethics

The US Sailing Foundation Board of Directors, Board of Trustees, Executive Director and staff shall comply with the existing US Sailing Association Code of Ethics, including:

- i. When acting on behalf of US Sailing, individuals shall refrain from placing themselves in a position wherein their ability to objectively perform their duties has been compromised or appears to be compromised. Any such individual shall refrain from participating on any issue in which he or she has a personal or pecuniary interest not common to other members of US Sailing, and shall disclose such interest before the issue is debated.
- ii. As fiduciaries, directors owe to US Sailing the duty of care and the duty of loyalty. The duty of care requires fiduciaries to be sufficiently well informed about the affairs of US Sailing and the qualifications of any officers, professionals, committees or others on whom they may rely to enable them to make honest, prudent, and good-faith decisions within the areas of responsibility of the Board. The duty of loyalty requires fiduciaries to keep the institution's interest paramount, subordinating their personal interests to the interests of US Sailing and the sport of sailing.
- iii. CORPORATE AND OTHER OFFICIALS. Any individual employed by US Sailing or serving on the Board or committee of the US Sailing Foundation, or otherwise serving in any capacity carrying with it the authority or ability to make or influence decisions affecting the business of the US Sailing Foundation, shall comply with the following:
 - a. shall use a reasonable standard of care when acting on behalf of the US Sailing Foundation;
 - b. when conflicts arise, shall subordinate his or her personal and individual interests to the interests of the US Sailing Foundation and the sport of sailing;
 - c. shall refrain from placing himself, or herself, in a position wherein the ability to objectively perform his or her duties has been compromised or appears to be compromised, such as the acceptance of significant favors, gifts or by any other activity;
 - d. shall not use any property, asset or information of US Sailing Association or the US Sailing Foundation, or any position of authority at US Sailing or similar organization, for personal or financial gain;
 - e. shall maintain the corporate and other records of the US Sailing Foundation in compliance with Regulation 7.03 (Document Retention Policy); and
 - f. shall not alter, cover up, falsify, or destroy any document to prevent its use in an official proceeding nor otherwise obstruct, influence, or impede any official proceeding.
- iv. US Sailing ETHICS COMPLIANCE OFFICER – Matters of ethical concern arising before the US Sailing Foundation shall be referred to the Chair of the US Sailing Association Governance Committee who serves as the US Sailing Ethics Compliance Officer (ECO) and shall coordinate the activities of the Governance Committee with those of other entities within US Sailing in obtaining compliance with this Regulation 14.



v. ACKNOWLEDGEMENT AND DISCLOSURE

a. Board members, committee members selected by the Board, and staff members selected by the ED, shall acknowledge in writing that they have read and accepted the conditions of this Regulation 14. In addition, the nature and extent of any potential conflict of interest in a business relationship or in outside activities shall be fully disclosed and reported as follows:

1. Staff – to the Executive Director or President of the Board of Directors.
2. Volunteers - to the chair of the committee involved or Executive Director.
3. Executive Director - Board member, or committee chair.
4. Disclosing a potential conflict does not imply a conflict of interest or impropriety. However, individuals in a position of conflict are precluded from participating in any further consideration of or action related in the matter.

vi. COMPLIANCE

- a. Each employee, volunteer, and member organization has the obligation not only to abide by the Code of Ethics, but also to report violations of the Code when they become aware of them. Any retaliation or threat of retaliation against anyone who in good faith reports a suspected violation shall constitute a violation of the code.
- b. Employees, volunteers, or member organizations that violate or condone the violation of the Code of Ethics are subject to disciplinary measures including but not limited to expulsion from the Board or any committee, downgrading or revocation of certification or termination of employment.
- c. Investigations of allegations of misconduct under Regulation 14 will be conducted in accordance with the procedures provided in US Sailing Association Regulation 15, see Regulation 15.07.

vi. GUIDANCE AND REPORTS OF VIOLATIONS

Questions or guidance regarding the applicability of this policy to specific situations, or reports of alleged violations, will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. Questions or reports may be made by telephone directly with the Executive Director or the President of the Board of Directors or in writing to:

Ethics Compliance Officer
US Sailing
1 Roger Williams University Way
Bristol, RI 02809
EthicsComplianceOfficer@US Sailing.org