

The ICMA logo is positioned in the top right corner of the page. It consists of the letters 'ICMA' in a bold, white, sans-serif font, set against a dark blue rectangular background. The background of the entire page is a blurred photograph of a busy street scene with many people walking, overlaid with a semi-transparent blue filter and a grid of light blue squares.

ICMA

ICMA

Code of Conduct

ICMA CODE OF CONDUCT

Contents

- ICMA Code of Conduct **1**
- Foreward: A Message from the Executive Director **2**
- Introduction: About the Code **3**
- Working the ICMA Way **4**
- ICMA Code of Conduct **5**
 - 1** We are a nonprofit association whose mission is to serve our members, donors, funders, and other stakeholders **6**
 - 2** We work ethically and collaboratively, in an environment where everyone is valued and accountable **7**
 - 3** We follow our policies and procedures consistently and professionally. We know our jobs and do our jobs the right way **8**
 - 4** We obey the law in all the jurisdictions in which we operate. **11**
 - 5** We speak up and report if we see something that isn't right, and we are protected from retaliation when we do speak up **13**
- Compliance Is Our Calling... Our Code Is Our Compass **15**

FOREWARD:

A MESSAGE FROM THE EXECUTIVE DIRECTOR

ICMA has earned a strong reputation for honesty and integrity throughout the world. The foundation for this reputation was laid in 1924 when ICMA wrote a Code of Ethics for the local government management profession. The ICMA Code of Ethics sets very high ethical standards for our members. ICMA has also been a leader in advocating for ethical practices in all facets of local government.

As an association, ICMA has also built its reputation through a commitment to unimpeachable ethical business practices. Preserving the trust of our members, donors, and other stakeholders is the responsibility of all of us in the organization. This ICMA Code of Conduct (hereafter referred to as the Code) is designed to help each of us continue to meet this responsibility.

The Code covers the conduct of ICMA's Executive Board members in the execution of their governance duties and responsibilities. This Code is a supplement to the Board's Code of Conduct and Governance Principles.

The Code also covers the conduct of all ICMA staff members regardless of their employment status or location.

The Code explains ICMA's high expectations for how we conduct business around the world. Each of us must commit to understanding this Code and to abiding by its principles.

The principles in the Code mandate full compliance with applicable laws. The Code also represents the practical ways that we put our values to work every day. Our organization values are outlined in "The ICMA Way" and serve as the foundation for the Code. These core values—**Ethical, Leadership, Accountable, Transparent, Respectful, Collaborative**, and **Disciplined**—guide our actions in conducting business worldwide. As an organization, and as individuals, we respect the law, support human rights, achieve operational excellence, serve ICMA members and benefit the communities we serve.

In today's environment, we will encounter situations that will test our judgment and integrity. When faced with an ethical dilemma, we need to be able to recognize it as an ethical issue and rely on this guide and advice from ICMA to do what is right.

INTRODUCTION: ABOUT THE CODE

The Code helps us understand how ICMA's values are put into practice. Built on The ICMA Way (ICMA's core values), the Code guides our conduct, offers answers for situations that we might encounter on the job, and provides resources for help and further information.

The Code cannot address every ethics or compliance situation that may arise or provide examples related to all association policies and procedures. The Code is intended to provide a guideline for ethical behavior; information on where to take your questions or concerns; and an open invitation to ask questions and to speak up.

Your Responsibility and Commitment

When each of us follows the Code, we communicate our commitment to the values that have made ICMA successful as a membership organization, business partner, and as a valued citizen of the global community. It is also important to note that violations of the Code, or the policies referred to in the Code, could result in discipline or termination of employment, and/ or criminal prosecution or both. Consequently, you must

- Read and understand the entire Code.
- Think about how the Code applies to your job, and consider how you might handle situations to avoid improper, illegal, or unethical actions.
- Consult the "Q&A" examples included in the appendix to this document since they deal with common ethical situations. If you have questions or need clarification, ask your manager or contact one of the resources listed at the end of this document.
- Be proactive when a situation raises a "red flag" or troubles your conscience. Do not ignore your concerns. Review the Code for guidance, and, again,

consult with your manager or any of the resources listed at the end of this document.

- Speak up about violations of our Code, our policies, or the law.

Consequences of Failure to Comply with This Code

The matters addressed in ICMA's Code are of the utmost importance to the organization, and compliance with the requirements contained herein is essential to ICMA's ability to conduct its business in accordance with the law and ICMA's values (see the "Working The ICMA Way" section). Accordingly, it is expected that everyone strictly adhere to the Code in carrying out their duties.

ICMA will take appropriate action against any employee whose actions are found to violate the Code or the law. Such action may include immediate termination of employment at ICMA's sole discretion. Violations also may result in civil or criminal penalties beyond ICMA discipline.

WORKING THE ICMA WAY

Our Code builds on the spirit of community and core values espoused in The ICMA Way. Our spirit of community and core values direct us to work ethically and collaboratively, to value each other and our members, and to hold ourselves accountable not only for what we do but also for how we do it.

Spirit of Community

The following framework provides context to what we are all about:

Who We Are: As an organization and as individuals, we are leaders—for each other, for our members, and for local governments worldwide.

What We Do: We serve our members, funders, customers, and business partners by advocacy for professional and ethical local government, management, researching issues of importance to local governments and providing technical assistance,

products and services designed to advance local government worldwide.

Where We Work: Our work supports local government professionals in communities large and small throughout the United States and the world.

Why We Do the Work We Do: We work to advance excellence in local governance and help build sustainable communities that improve lives worldwide.

How We Work: We work collaboratively in teams, where everyone is valued and accountable to one another. We strive to be ethical, transparent, disciplined, and mission driven.



Value Statements

These seven values shape our collective expectations of each other in the workplace:

- **Ethical:** We are honest and trustworthy, and work to create a culture of integrity. No lying, cheating, stealing, or harassment of any kind is tolerated. When faced with an ethical question, we ask ourselves: Could I disclose without qualm my decision or action to my colleagues, my supervisor, my team leader, the ICMA Leadership Team, the ICMA Executive Board, ICMA members, ICMA funders, ICMA customers, or the auditors?
- **Leadership:** Leadership is not a role or position, it's a behavior. We act as leaders by influencing others through encouragement, empowerment, inspiration, and motivation to maximize their efforts and achieve ICMA's goals and mission. We do not need permission to lead. We believe leaders can emerge from all levels of the organization.
- **Accountable:** We hold ourselves and each other accountable. We assume full responsibility for our actions, decisions, and performance. We take ownership and provide constructive feedback of a project, task, action, or deadline to achieve the desired results.
- **Transparent:** We practice honest and open communication. We operate in such a way that it is easy to see what actions are being performed. We are obligated to report, explain, and inform the consequences of our actions, including admitting shortcomings.
- **Respectful:** We treat our colleagues and stakeholders with courtesy, consideration, dignity, equality, and impartiality of position.
- **Collaborative:** We achieve better results when we work as a team. We foster collaboration by building trust and facilitating relationships. We respect and seek diversity. We recognize contributions by showing appreciation for individual excellence. We celebrate our values and victories.
- **Disciplined:** We practice consistency of action and behavior. We are committed to high performance and seek to achieve great outcomes even when conditions are tough. We also have the self-control not to overreach our capabilities or our mission when times are good. We exercise self-discipline to stay the course in order to meet our goals.

The ICMA Way In Action

ICMA's spirit of community and values are the basis of our individual and collective conduct. The principles and behaviors associated with The ICMA Way are described in the Code.



ICMA CODE OF CONDUCT

The Code is about “giving our all” ethically every day, and it focuses on the following five tenets.

1 We are a nonprofit association whose mission is to serve our members, donors, funders, and other stakeholders.

Our decisions are based on sound business reasoning, and we use our resources only in support of our mission.

As a nonprofit association, we are drawn by our own internal compass to serve our members, donors, funders, and other stakeholders (hereafter referred to as stakeholders). We put our stakeholders first. This means that we avoid conflicts of interest and use those resources entrusted to us only for realizing ICMA’s mission.



a. **We avoid conflicts of interest.** At ICMA, we expect one another to act in the best interests of the association and our stakeholders. This means that we make business decisions that are free from any conflict of interest. Business decisions should not only *be* impartial, they should also *appear* impartial. Conflicts of interest may occur when outside activities or personal interests conflict or *appear* to conflict with responsibilities to ICMA. Conflicts of interest have negative impacts on our business interests, our reputation or relations with others, and our ability to exercise professional judgment in carrying out our duties.

Any activity that has the appearance of a conflict of interest—whether or not an actual conflict exists—must be avoided. If you think you may be in a situation that could be perceived as a conflict, disclose the potential conflict—completely, honestly, and accurately—to your supervisor immediately. ICMA will then make the determination of whether you must recuse yourself from

the transaction or program. Of course, if any of us sees a conflict of interest at ICMA, we must report it. For additional information on avoiding conflicts of interest in your outside activities, see “Guidance on Outside Activities” in ICMA’s *Human Resource Handbook*.

b. **We use association resources only for the benefit of the association and its many stakeholders.**

Our stakeholders expect us to use our resources only in support of our mission. Our assets, including funds, computers, equipment, supplies, and office space, are to be used only for our mission. In addition, staff should not leverage their position with ICMA for personal gain.

Consult the ICMA’s IT usage policy for guidance on acceptable practices. Note that the policy specifically prohibits the use of ICMA IT equipment for improper work activities, such as viewing or sending pornography, online gambling, or conducting unapproved outside activities.

QUESTIONS & ANSWERS

Q: What if a conflict of interest actually helps ICMA or an ICMA member?

A: Even when a conflict of interest might help ICMA or an ICMA member, the right thing to do is to disclose the conflict and to recuse yourself from any decision making related to the conflict. And of course document the transaction using ICMA’s standard record-keeping procedures.

Q: I believe I might have a personal conflict of interest with an ICMA business transaction. Is it ok for me to remain engaged since I think I can be objective?

A: ICMA’s Code requires employees to notify their managers or the Chief People Officer immediately when they become aware of a potential conflict of interest. ICMA will review the matter and determine whether you will need to recuse yourself.

Q: I work in an accounts payable capacity at ICMA. My son just landed a great job as an account rep for a merchandizing company. Coincidentally, this is the same company that supplies products to ICMA. Since my son is now our account rep, is it ok for me to expedite the payments?

A: No. You must treat all vendors, consultants, subcontractors, or other suppliers equally and fairly. ICMA’s Code restricts employees from giving or accepting business favors. In addition, you have a potential conflict of interest because your son is the account rep for a vendor who does business with ICMA. This situation should be disclosed to your manager or to the Chief People Officer immediately.

2 We work ethically and collaboratively, in an environment where everyone is valued and accountable.

a. **We treat others the way we want to be treated.**

The ICMA Way directs all of us to be leaders in promoting an ethical culture that is based on collaboration and respect. We can model these elements of The ICMA Way by promoting ethics and compliance, giving our best, treating others like we would like to be treated, and by looking out for those who may be particularly vulnerable.

b. **We always promote ethics and compliance.** In serving our stakeholders, we are all responsible for full compliance with the laws and regulations in the countries where we work. We are also responsible for actions that uphold the spirit or intent of those laws and regulations. We are responsible for meeting the terms and conditions of any contractual obligations we enter into. Together we sustain and strengthen compliance overall and promote a culture of ethics and compliance that we can all be proud of.

c. **We give our stakeholders our best.** Promoting ethics and compliance means ensuring that we have the technical and professional skills necessary to perform at the highest level possible. If we know our jobs, utilize the policies that impact our jobs, and attend all mandatory training, including compliance and ethics training, we will be better equipped to give our stakeholders our best.

d. **We treat others as we like to be treated.** ICMA is an equal opportunity employer and has implemented an Affirmative Action/Equal Employment Opportunity Plan. It is the policy of ICMA to

- provide equality of opportunity in employment for all persons;
- prohibit discrimination based on race, color, religion, sex, national origin, political affiliation, non-disabling physical and mental disability, political status, matriculation, sexual orientation, gender identity, status as a veteran, physical

handicap, age, or marital status in all aspects of its personnel policies, programs, practices, and operations;

- promote the full realization of equal opportunity in employment throughout the organization through a continuing plan of affirmative action.

At ICMA, we can expect fair treatment with respect to hiring, promotions, transfers, work assignments, receipt of benefits, and participation in organizational programs. We are all called upon to support these important policies.

ICMA also has very clear expectations on how employees are to conduct themselves professionally in the workplace. Employees shall treat each other with respect, courtesy, and dignity regardless of position at ICMA. See ICMA's affirmative action, equal employment opportunity, non-harassment, and non-discrimination policies in ICMA's *Human Resource Handbook* for more information. We all have a role in maintaining a professional and collaborative environment.

e. **We are aware of those around us who may be in a vulnerable position.** At ICMA, we work to help communities by strengthening governments and governance. As part of our commitment to our global community, ICMA has a zero-tolerance policy regarding the use of forced labor, child labor, human trafficking, or any physical, sexual, or emotional abuse, exploitation or neglect. ICMA will not knowingly conduct business with subcontractors, business partners, suppliers, or third parties who violate laws related to these issues.

If you have reason to believe ICMA is conducting business with an entity engaging in forced labor, child labor, human trafficking, or any physical, sexual or emotional abuse, exploitation or neglect, or observe any such practices, do not take the matter into your own hands. Instead, report what you know to the COO, CFO, report what you know to the COO, CFO or any member of the leadership team, or to the [ICMA Hotline](#).

3 We follow our policies and procedures consistently and professionally. We know our jobs and do our jobs the right way.

Each of us has the responsibility to understand and follow the policies, procedures, and internal controls relevant to our respective positions at ICMA. We should feel free to talk to a supervisor or the head of the relevant unit if there may be a better way to strengthen our internal controls to better serve our stakeholders. We can model the elements of The ICMA Way related to transparency, accountability, and discipline in our daily work.

a. **We keep accurate records.** We are all responsible for ensuring that ICMA's records are prepared accurately and honestly. Records must be supported by enough documentation to provide a complete, accurate, valid, and auditable trace of each transaction. This includes documentation regarding contracts, purchases, expenses, and all other activities related to fulfilling our mission.

Fair and accurate records are essential for managing ICMA's activities and maintaining the accuracy and integrity of the organization's financial reporting and disclosure. For example, do not alter documents to conceal, exaggerate, or falsify information; approve payments only if they are for an authorized purpose and supported by adequate documentation; and never destroy documents in a manner that violates ICMA's document retention and management policy. Proper documentation demonstrates our commitment to ethics and compliance.

b. **We accurately record time.** One key record-keeping issue that affects each of us is time keeping. It is imperative that the time allocated to externally funded projects be accurate and complete. In addition, all regular hours worked, sick, holiday, and vacation time must also be accurate and properly reported in accordance with the timesheet policy. Questions about how to record and allocate time should be addressed to your supervisor. If there is still uncertainty, the COO, CFO, and Chief People Officer are available to help.

c. **We compete honestly and according to the rules.** In order to meet ICMA's mission, we often submit proposals for funding from various donors and supporters. We compete honestly. Competing

honestly means we do not over promise; we budget realistically; we do not use donor source selection information or confidential competitor information improperly; and we do not collude with competitors or other providers. See ICMA's procurement policy for further information.

d. **We treat candidates, vendors, and suppliers fairly.** At ICMA we are all a team working for a common mission. Yet we know we can't do it alone. In order to meet our mission, we must select employees, consultants, subcontractors, vendors, and suppliers based on objective criteria. Our goal is to hire the most qualified candidates and do business with the best partners and resources, based on ethical hiring and procurement practices that both promote transparency and integrity and comply with applicable laws and regulations. Fair and transparent competition is the basis for the ethical hiring of employees and selection of business partners. Consult ICMA's *Human Resource Handbook* for equal employment and non-discrimination policies and consult ICMA's procurement policy for issues related to proper procurement practices.

e. **We are careful when giving or receiving gifts.** Often, the giving or receiving of gifts or business favors can seem like the polite or right thing to do. However, gifts—either given or received—can often cloud the ethical basis upon which we want to build our organization. Gifts can influence—or can be seen by others as influencing—our business decision making. Giving gifts, even to our members, might violate national, local or state laws. The receipt of gifts might send an unintended and erroneous message to business partners that favors such as meals, entertainment, tickets, and discounts must be provided to win ICMA business.

These situations can be avoided by paying special attention to the giving or receiving of gifts. If you are unsure about the receipt of a gift, consult ICMA's *Human Resource Handbook*. Although our policy is not to give gifts, there may be a time when a token of esteem could be appropriate. Consult with your supervisor and seek the guidance of the COO, the CFO, or a member of the People, Culture and Capabilities team.

- When deciding whether to give or accept a favor, ask yourself the following questions:
- Does a business favor compromise my judgment?

- Does it create a feeling of obligation?
 - Could it affect my choice or use of a subcontractor or supplier?
 - Does it influence the business relationship improperly?
 - Does it create any doubt about my reputation or that of ICMA?
 - Does it give even the appearance of favorable treatment or impropriety?
 - Does it violate the laws or expectations of our members or donors?
 - If the answer to any of these questions is yes, you should not offer or accept the favor.
- f. **We keep confidences.** During the course of your work you may come across confidential information related to ICMA's operations, our members, or employment or personal information of a colleague. It is very important that we all respect

confidences and protect confidential information from improper disclosure. Bear in mind that not all confidential information is marked "Confidential." At the same time, our respect for confidences does not preclude any of us from making a disclosure of fraud, waste, abuse, illegality, or a Code violation either internally or externally.

- g. **We cooperate with auditors and officials.** Audits and other external reviews help ensure compliance with established policies, procedures, and controls. Audits also help identify potential weaknesses that can then be remediated promptly. All of us are required to cooperate fully with internal and external audits. We are expected to provide clear and truthful information in a timely manner. Should issues be raised, we will work in accordance with The ICMA Way to resolve them in a professional and collaborative manner to strengthen our internal controls and overall performance.

QUESTIONS & ANSWERS

Q: I travel a lot for ICMA and work hard to get all my expenses reconciled and reported on time. It can get confusing because sometimes a host will pay for my travel, and sometimes I bill it to my personal credit card for reimbursement later. In reviewing my latest personal credit card, I noticed a \$200 credit from a hotel I stayed at during a conference where I was invited to give a presentation. When I checked out, the hotel charged me for the room, so I paid the expense and got reimbursed by ICMA.

I am guessing that the sponsoring agency discovered that the room was charged to their master account and had the hotel credit my card. Since my travel was already reconciled and there are many times my ICMA reimbursements don't cover my actual travel costs, can I just keep the credit? After all, who will know?

A: The definition of honesty is doing the right thing even when no one is watching. The fact that probably no one will notice this overpayment does not remove your responsibility to do the right thing. You should reimburse ICMA the amount of the overpayment.

Q: During the course of my work at ICMA, I often hear from members about their plans to make their communities better. Sometimes these plans include information about issues like water, sanitation, and renewable energy and the funding of programs like these. Is it ok for me to share the information I hear from members with friends and colleagues who may be able to help?

A: During your tenure with ICMA there could be many kinds of information that you will need to keep confidential. For example, if you work in the People, Culture and Capabilities area, you will need to keep certain employment information confidential. If you are in finance, there are certain pieces of financial information you will not share inside or outside of ICMA without supervisor approval. These kinds of confidences, like those of members, must be kept.

With your supervisor's guidance, you may ask the member if he or she would like to receive information related to your friend or colleague, but you must be very careful not to fall into an ethical dilemma. It is probably better to keep all confidences. Keep in mind, however, that nothing in your confidentiality

QUESTIONS & ANSWERS *continued*

obligations to ICMA precludes you from reporting problems or issues to your supervisor, through ICMA's reporting system, or to any governmental regulator or representative.

Q: May I provide the addresses of our employees to an outside organization that wants to offer our staff merchandise at a discount?

A: No. Employee records are confidential, and there is no valid business reason to provide this information. Further, we cannot release any private information about any employee without her or his consent beforehand.

Q: My supervisor assigned me the task of updating some of the bad data for members who renewed their dues during the last cycle. I found a record that shows a member is clearly paying less than she should by several hundred dollars. In looking at the record, I see that this person is a former board member.

Given the stature of the person and the fact that this has been going on for a couple of years, is it ok to just ignore my discovery? After all, raising the issue will just make the member mad and make ICMA look bad.

A: Treating all individuals fairly is a core value of ICMA. It is not fair to other members who are paying the correct amount to allow this individual to pay less than she should. While this may be a difficult conversation to have with this member, the right thing to do is to own the error and make sure that moving forward the member is correctly invoiced. If needed, get guidance from your manager on how to initiate the conversation.

Q: I am working on a project that requires us to report monthly on our progress. We are running a little behind. My supervisor tells me that by the time anyone reads the report we will be all caught up, so we might as well report 100% progress. I don't know what to do.

A: Actually, you do know what to do; otherwise, you wouldn't be troubled by the situation. Your own internal compass, ICMA's Code, and the law all tell you to record the project's performance accurately. Hopefully your supervisor will agree with your approach. If not, you will need to report the situation

using ICMA's standard reporting mechanisms. Remember, you are doing the right thing, you are respecting our members and donors, you are obeying the law, and you are living The ICMA Way.

Q: My manager tells me not to worry about timesheets or travel approvals and that our "e-mail trail" will suffice as a record. Is that ok?

A: E-mail trails may not suffice in an audit. You must follow the approved method for ICMA timekeeping and travel authorization. E-mails do not supersede the approved process for timekeeping and travel. If you have questions about record keeping, please ask your colleagues in finance and contracts administration or People, Culture and Capabilities.

Q: ICMA has used the same vendor for at least a decade now, so why is the finance and contracts administration team asking me to recompet? I've already told them that the quality of the work is superior and we're getting a great deal. Plus, I don't have time to conduct competition; we need to get this contract signed yesterday!

A: As an ICMA employee, you are accountable to members, taxpayers, and other stakeholders who contribute to ICMA. We all must be able to demonstrate to those stakeholders that we are good fiscal stewards of the funds entrusted to us. If you haven't checked prices with other vendors, how do you really know that you are still getting the best value? ICMA employees are expected to follow ICMA's policies and procedures. Reliable internal controls are critical for proper, complete, and accurate accounting and financial reporting. Each of us must follow the policies and procedures related to those controls. In the rare circumstance that there is only a single or sole provider of a good or service, you should carefully follow ICMA's procedures for sole sourcing.

Q: Why can't I fly a non-US carrier if it's the cheapest ticket?

A: When air travel is directly or indirectly funded by the federal government, ICMA must follow the Fly America Act, which requires travel on U.S. carriers. All employees, consultants and members whose travel is paid for by ICMA must abide by ICMA's travel policies and related laws.

4 We obey the law in all the jurisdictions in which we operate.

Obeying the law and the intent of the law in the jurisdictions in which we operate related to how we treat employees, vendors, and stakeholders is imperative to our continued success. ICMA has policies and procedures designed to address compliance and can call on the resources of local lawyers to provide clarity. If there is uncertainty, ask questions and don't be afraid to speak up.

- a. **We never tolerate fraudulent practices.** Although we are an organization dedicated to the service of our stakeholders, we must be ever vigilant to the possibility of fraud in our operations or programming. Fraud is illegal. Fraud violates our Code. And fraud will not be tolerated. Although the association relies on its internal controls, the personal integrity, professionalism, and awareness of each of us is our best defense against fraud in all its forms. We should all feel comfortable speaking up.
- b. **We do not offer, give, or accept bribes or kickbacks.** Giving, offering to give, and accepting

bribes or kickbacks violates our Code and the laws of the countries where we operate. Do not give, offer to give, or accept bribes or kickbacks to anyone, including government officials. Do not engage a third person intermediary to give or offer to give a bribe or kickback to anyone. Do not accept bribes or kickbacks from any subcontractor, supplier, or vendor. Remember, a bribe or a kickback can pertain to anything of value—that is, it isn't only money.

Pay special attention to gifts, as gifts might open us up to unwarranted allegations related to bribery. Understand that there may be instances where expenses for members or other government officials might be covered by the association, but these instances must be handled with particular care and documented in accordance with association policy.

- c. **We work only with responsible business partners.** Compliance with U.S. executive orders and U.S. laws prohibits transactions with "denied parties," including parties associated with terrorism and in some cases parties otherwise found to be ineligible to receive federal funding. ICMA



policy requires affirmative steps be taken to ensure that we do not conduct business with any person or entity on the [OFAC \(Office of Foreign Assets Control\)-maintained list of specially designated nationals \(SDN\)](#) or ineligible individuals or entities, the [United Nations Al-Qaida sanctions list](#), and other applicable lists. Consultants, contractors

and organizations that are hired by or receive funding from ICMA to perform work related to a federal award must also adhere to these laws and regulations. Procedures for conducting due diligence and screening of business partners can be found in the ICMA's procurement policy and ICMA Field Office Manual.

QUESTIONS & ANSWERS

Q: I spent a lot of time helping a member who was in transition between jobs. When she finally landed a new position she was so grateful for the support that she sent me a \$25 gift certificate to my favorite coffee shop. I know we aren't supposed to take gifts from vendors, but isn't it ok to accept one from a grateful member? It seems rude not to accept this "thank you".

A: ICMA staff should not accept anything beyond their regular compensation for doing their job. A small or nominal gift sent as a "thank you" from a member may be accepted. Before doing so, you should check with People, Culture and Capabilities to make sure that the gift is truly of nominal value and one that you can keep. In certain circumstances, gifts of significant value may be accepted on behalf of ICMA, but you should report receipt of the gift and turn the gift over to a member of the People, Culture and Capabilities team. For more information consult the *Human Resource Handbook*. In the case of gifts from vendors, also consult ICMA's procurement policies.

Q: And what if I win an Apple watch as a door prize at a conference?

A: If you paid to attend the conference on your own time, then the door prize is yours. However, if ICMA paid for you to attend on ICMA business, then you should turn over the door prize to the Chief People Officer.

Q: An ICMA employee in Latin America was told that he could hire a consultant to acquire all the necessary permits ICMA needs from a foreign government to start a new project. However, the consultant requested a \$25,000 retainer and said that he would use the money to "speed up the

process." Since the ICMA employee does not know where the money is going, and is not the one using it, does he need to say anything to management?

A: The phrase "speed up the process" should raise a red flag as it suggests that the consultant may use this money for a bribe, which is strictly prohibited by law and by this Code. The ICMA employee is required to take steps to ensure this money is not used as a bribe and must seek the advice of ICMA management before proceeding with this consultant.

Q: I understand the Code provision about giving or receiving bribes. However, I heard that there is an exception to the rule for small bribes—small bribes to get things done in some of the countries where we work, and these small bribes are not illegal. If I really need to get something done, is it ok to pay a small bribe?

A: The short and direct answer is no. ICMA does not allow for the payment of bribes under any circumstance. Even if there might be an exception under U.S. law, there is no exception under local laws. Bribes are against the law. The Code requires you to comply with all the laws in the countries in which ICMA operates and precludes the payment of bribes under any circumstances.

Q: What if I find myself in a situation on travel where I am actually fearful or in physical danger? Should I pay a bribe then?

A: In that case you are not offering a bribe, you are being extorted. You are the victim, and ICMA's policy is "safety first." Use your best judgment to remove yourself from the situation as safely and quickly as possible and then report the incident to your supervisor. Your safety is ICMA's priority.

5 We speak up and report if we see something that isn't right, and we are protected from retaliation when we do speak up.

Part of living The ICMA Way is the freedom and requirement to speak up if something goes wrong or if something might be improved. We all have access to resources to provide advice, resolve conflicts, or report possible violations. These tools and resources keep our ethical culture strong, but it is up to us to speak up.

d. **Each of us has a responsibility to report possible violations of our code or the law.** Here are some options:

- If you suspect a possible violation of the Code please notify your supervisor, CFO, COO or Chief People Officer.
- If a situation requires special knowledge from ICMA's finance, people, or contract administration teams, feel free to contact a leader



in those units. In cases involving alleged harassment, contact the Chief People Officer immediately.

- If a situation cannot be resolved collaboratively with your colleagues, report inappropriate behavior to the, COO, CFO, or the Chief People Officer. You can also report ethical misconduct or simply get more information from ICMA's [hotline on the web](#) or by calling 1-800-461-9330. ICMA's [hotline](#) operates 24/7, and you can make a report anonymously.
- Consult the "Hotline" posters in ICMA headquarters for information on external government contacts where you also can report misconduct.

ICMA has many means to report violations of the law, our policy, or this Code. If you see something that troubles you, report it.

- e. **When we speak up, we will be protected, and we will protect each other from retaliation.** Again, our policy requires reporting. We do not tolerate any form of retaliation for reports made in good faith. Retaliation includes blatant actions, such as firing, transferring, demoting, or publicly attacking someone, as well as more subtle retaliation, such as avoiding someone, leaving him or her out of professional or social activities, and so on. It includes actions taken by managers and employees alike. Any such retaliation would be a serious violation of this Code and grounds for immediate corrective action. Allegations of retaliation will be investigated immediately and, if substantiated, will result in appropriate disciplinary action. If you observe behaviors that are retaliatory or otherwise in violation of our Code, speak up. You will be protected from retaliation.

QUESTIONS & ANSWERS

Q: Over drinks and dinner while we were out in the field, my teammate confided in me that he lied on his resume to ICMA. He stated that he received his master's degree when in fact he never finished the program. He said he was surprised (and relieved) that evidently ICMA never verified his credentials before giving him the job offer. Thinking about the conversation later, I am really troubled by this admission. This teammate is an excellent contributor and the absence of a master's degree doesn't seem to affect his work. But I can't get over the fact that he lied about it. What should I do?

A: You should encourage your teammate to report the fact that he misrepresented his credentials to HR. Better if he is forthcoming with ICMA about his ethical lapse than to have ICMA find out about it on its own. You should also tell your teammate that if he does not report it, then you will. We all make mistakes. But it's a matter of integrity to acknowledge your mistakes and be accountable. The problem with overlooking this ethical mistake is that you will never be sure that it is the individual's only ethical mistake.

Q: I understand that I am to report violations of ICMA policy and the law either to my manager, through ICMA's [hotline](#), or to various governmental entities. However, I don't want to be seen as a snitch, and I don't want to get my friends in trouble.

Can I just assume others know their jobs and are doing the right thing?

A: The rule is "see something, say something." Upholding ICMA's high ethical standards is everyone's job. A manager may not be aware of the inappropriate or unethical conduct. So you have a duty to point out to your colleague that her or his conduct is not appropriate. If that is too hard for you to do, then you must report it to your manager, the Chief People Officer, or the COO by using the mechanisms made available. Together we can improve as an organization and provide better service to our members and other stakeholders.

Q: What if my supervisor is involved in what I perceive to be an unethical situation? What should I do? If I say something, I will get fired or, worse, my life in the office will be made miserable until I quit.

A: That is not the case at ICMA. ICMA has a strong policy regarding whistle-blower protection and non-retaliation. At ICMA whistle-blower is not a "bad word." Rather, blowing the whistle is part of being ethical, part of being a leader, part of being respectful to our stakeholders, and part of being accountable. If you do report an incident—blow the whistle—you will be protected from retaliation, both by our Code and by applicable law. Retaliation for doing the right thing is not tolerated at ICMA.

COMPLIANCE IS OUR CALLING OUR CODE IS OUR COMPASS

ICMA's legal and ethical obligations go far beyond what is included in this Code. Our reputation and success as a good corporate citizen of the world depend upon each of us meeting our obligations under this Code, as well as under any internal policies and procedures and any external laws or regulations. Failure to comply with this Code and with all association policies may lead to disciplinary action, possibly including termination. Likewise, any supervisor, manager, officer, or board member who is aware of any violation and does not promptly report and correct it may be subject to similar consequences.

If you have any questions, or do not understand what is expected of you, it is your duty to raise your concern with your manager, the CFO, COO, executive director or chief people officer. You can also anonymously raise your concern using ICMA's hotline.

Ethical Decision Making

Ethical decision making is essential to the success of our organization. Some decisions are obvious and easy to make; others are not so clear. When faced with a difficult situation, asking ourselves the questions below can help us to make the right ethical decisions.

1. Is it legal?

If you think an action may be illegal, do not proceed. If you need information about which laws apply in a given situation, talk with your supervisor, manager, or the chief financial officer, chief operating officer, or chief people officer.

2. Is it consistent with ICMA policy?

If the proposed action does not comply with ICMA policy, you should not do it.

3. Is it consistent with ICMA's ethical standards?

Consider whether the action would be consistent with ICMA's values. If your decision doesn't serve as a model for The ICMA Way, then don't do it.

4. If it were made public, would it embarrass you, ICMA or your colleagues?

If you can answer yes to these four questions, then the action at issue is ethical and in step with ICMA's values and Code.

Contacts and Resources

Uma Ramesh

Chief Operating Officer (COO)

uramesh@icma.org

Sabina Agarunova

Chief Financial Officer (CFO)

sagarunova@icma.org

Nicolette Hurd

Chief People Officer

nhurd@icma.org

Report waste, fraud, or abuse. Anonymous and confidential

<http://www.icma.org/hotline>

(800) 461-9330