



The Senior Alliance
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Code of Conduct

Section 1. Code of Conduct

The Senior Alliance is committed to maintaining high ethical standards, including compliance with all applicable laws, rules, regulations and agency policies.

1. Outside Activities, Employment, and Directorships

Board members, Advisory Council members, and staff share a serious responsibility for the good public relations, especially at the community level. Their readiness to help with The Senior Alliance charitable, educational, and civic activities brings credit to The Senior Alliance and is encouraged. However, Board members, Advisory Council members, and staff must avoid acquiring any business interest or participating in any activity that would, or would appear to:

- a. Create an excessive demand upon their time and attention, thus depriving the Agency of their best efforts on the job.
- b. Create a conflict of interest—an obligation, interest, or distraction—that may interfere with the independent exercise of judgment in the Agency’s best interest. This includes but is not limited to a Board member or a Board member-owned business having any financial interest in The Senior Alliance or entering into any contract with The Senior Alliance.

2. Relationships with Clients and Suppliers

Board members, Advisory Council members, and staff should avoid investing in or acquiring a financial interest for their private accounts in any business organization that has a contractual relationship with The Senior Alliance or that provides goods, services, or both to the Agency, if such investments or interest could influence or create the impression of influencing their decisions in the performance of their duties on behalf of the Agency.

3. Gifts, Entertainment and Favors

Board members, Advisory Council members, and staff must not accept entertainment, gifts or personal favors unless of a nominal value (up to \$20, twenty dollars each occurrence) that could, in any way, influence, or appear to influence, business decisions in favor of any person, business, or organization with whom or with which the Agency has, or is likely to have, business dealings.

Examples of gifts that are of nominal value are promotional/logo items such as note pads, calendars and pens. Other items of nominal or minor value (e.g., a box of candy or fruitcake) that are merely tokens of appreciation and not related to any particular transaction are acceptable.

These guidelines are not intended to be all-inclusive, but do provide a foundation for sound business judgment and the maintenance of appropriate vendor relationships.

Quality products and services at a fair price are the primary expectation of our vendor relationships.

4. Kickbacks, Rebates, Commissions, Etc.

Board members, Advisory Council members, and staff are prohibited from receiving any payment or compensation of any kind with regard to the business activities of The Senior Alliance. This prohibition includes, but is not limited to, any kickback, bribe, rebate, commission or other remuneration, in cash or in kind, directly or indirectly, from any supplier, vendor, or other individual or entity. Any breach of this prohibition will result in immediate termination and prosecution to the fullest extent of the law.

5. The Senior Alliance Funds and Assets

Board members, Advisory Council members, and staff who have access to The Senior Alliance funds or assets in any form or amount must follow the prescribed procedures for recording, handling, and protecting those funds and assets. The Agency imposes strict standards to prevent fraud, waste, abuse, theft, and dishonesty. If an individual becomes aware of any evidence of fraud, waste, abuse, or theft s/he must promptly report the pertinent facts to the Compliance Officer in any of the following manners, and may do so anonymously:

- In person with the Compliance Officer;
- Call or email the Compliance Officer;
- Call the Compliance line, ext. 2001;
- From outside the office, call 734-727-2001;
- By mail to the Compliance Officer's attention;
- Place a written statement in the Compliance Officer's mail folder (best option if reporting anonymously).

When a Board member's, Advisory Council member's, or staff member's position requires expending Agency's funds or incurring reimbursable personal expenses, that individual must use good judgment on the Agency's behalf to ensure that good value is received for the expenditure.

The Senior Alliance funds and assets, including electronic systems and Agency data, are to be used only for the Agency's purposes. Some limited personal use of electronic systems may be acceptable, provided it does not affect or interfere with the employee's performance of his or her job or jeopardize the confidentiality of TSA business information; however the agency may restrict use of any component at any time. Generally, personal use is permitted only if approved by the employee's supervisor and department director.

For electronic systems: (a) do not share user names or passwords; (b) do not allow others to access any of The Senior Alliance's information systems; and (c) do not share The Senior Alliance data other than as required by job function and only in strict accordance with all applicable laws.

Agency property and time must be used only for Agency business.

6. Records and Communications

Accurate and reliable records of many kinds are necessary to meet TSA's legal and financial obligations and to manage the affairs of the Agency. The Agency's books and records must reflect all business transactions in an accurate and timely manner. Board members, Advisory Council members, and staff responsible for accounting and recordkeeping must fully disclose and record all assets and liabilities, and must exercise diligence in enforcing these requirements.

Board members, Advisory Council members, and staff must not create or maintain any false or inaccurate record, nor engage in any false communication of any kind, whether internal or external, including but not limited any:

- false expense, attendance, production, financial, or other report or statement; or
- false advertising, deceptive marketing practices, or other false or misleading representations.

7. Dealing with Outside People and Organizations

Board members, Advisory Council members, and staff must take care to separate their personal roles from their Agency positions when communicating on matters not involving Agency business. Board members, Advisory Council members, and staff must not use the Agency identification, stationary, supplies, and equipment for any personal matter, including but not limited to any personal political matters.

The Chief Executive Officer or designee handles all public comments and communications. Board members, Advisory Council members, and staff must not presume to speak for the Agency unless specifically authorized to do so, and should refer all communication matters to the Chief Executive Officer.

Board members must not communicate with The Senior Alliance's existing or potential business partners about any business matter of The Senior Alliance unless expressly authorized to do so by a vote of the Board of Directors.

When dealing with anyone outside the Agency, including but not limited to any public official, Board members, Advisory Council members, and staff must take care not to compromise the integrity or damage the reputation of the Agency, or of any outside individual, business, or governmental body.

All Board members must remember that Agency authority is vested in only the full Board and not with any individual board member. All Board members are expected to support the majority decision of the Board, regardless of how they personally voted on the matter.

8. Prompt Communications

In all matters relevant to patrons, suppliers, government officials, the public and others within the Agency, Board members, Advisory Council members, and staff must make every effort to achieve complete, accurate and timely communications—responding promptly and courteously to all proper requests for information and to all complaints.

9. Participant Services

Within program guidelines and subject to availability of services, all Agency personnel must ensure that participant services are appropriate to the individual participant's needs and are not underutilized or overutilized.

The Agency does not prohibit health care professionals working within their scope of practice from advising or advocating on behalf of a participant for increased or different services.

10. Privacy, Confidentiality, and Proprietary Information

When handling financial and personal information about participants, clients or others with whom The Senior Alliance has dealings, Board members, Advisory Council members, and staff should observe the following principles:

- Collect, use, and retain only the minimum personal information necessary for the Agency business.
- Limit internal access to personal information to those with a legitimate business or legal reason for seeing that information, and use personal information only for the purposes for which it was originally intended. Examples include but are not limited to:
 - Employees should access participant information only for those cases assigned to them and only access that portion of the information that is relevant to the work being done for the Agency.
 - Participant personal information is used only to conduct legitimate Agency business related to the program(s) in which the participant is enrolled. Use for any other purpose is prohibited.
- Protect the physical security of this information at all times, and retain information only for as long as necessary or as required by law.
- Maintain compliance with the Health Insurance Portability and Accountability Act (HIPAA) requirements for privacy and security of all personal information.

In the event and to the extent of any conflict between the terms of this Code of Conduct & Conflicts of Interest Policy and the terms of: (a) any Agency HIPAA Privacy and Security Policy, or (b) HIPAA and its implementing regulations, the terms of the Agency HIPAA Privacy and Security Policy or of HIPAA and its implementing regulations shall supersede and control.

Board members, Advisory Council members, and staff members must keep Agency proprietary information confidential. Proprietary information is information to which the Agency and/or its customers have an exclusive right. It may include but is not limited to:

- Information the agency is required by law, regulation, agreement or policy to maintain as confidential;
- Personal information about staff, volunteers, interns, Board members, or Advisory Council members of The Senior Alliance;
- The Senior Alliance's contracts and information from those contracts;
- Financial information regarding the Agency, its providers, participants, vendors and/or other contractors may be shared only with the prior approval of the Chief Executive Officer or the Chief Financial Officer. If financial information is requested, notify the Chief Financial Officer and do not provide any such information without approval.

11. Cooperation with Government Investigations

Agency policy requires cooperation with government investigations. Anyone who becomes aware of any investigation of or in any way pertaining to the Agency or any of the Agency's operations, staff or vendors must immediately report such fact to the Compliance Officer or the Chief Executive Officer.

12. Political Activity

As a 501(c)3 tax-exempt organization, The Senior Alliance is prohibited from participating in partisan political activities. Agency resources, including time, shall not be used for partisan political activities.

Advocacy for specific issues and education of elected officials are important aspects of the Agency's mission and are encouraged when approved by management. Before engaging in any such activity discuss it with the Compliance Officer or the Chief Executive Officer to ensure the activity is legally permitted for a 501(c)3 tax-exempt organization.

13. Ethical Decision Making

While it is not possible for any policy to address every possible situation, an ethical decision-making process is to be followed at all times. Before making any business decision, consider the following to assure the resulting decision is an ethical one:

- Will the decision violate federal or state law, rule or regulation?
- Will the decision violate Agency policy?
- Could this decision expose The Senior Alliance to legal or financial risk?
- Could this decision expose the Agency to adverse publicity?
- Would I be violating the Code of Conduct by making this decision?
- Am I acting in a discriminatory manner by making this decision?
- Am I motivated by self-interest or the Agency's interest?
- Can I defend this decision if challenged?

Section 2. Conflicts of Interest

Members of the Board, Advisory Council, and staff shall operate under the following rules when voting or acting on any decision affecting an applicant agency, vendor, or contractor.

1. Board, Advisory Council, and staff members shall not participate in the selection, award, or administration of a contract if the individual in question, or any of the following persons or organizations, has any financial, ownership, or control interest in the applicant agency, vendor or contractor:
 - a. The Board, Advisory Council, or staff member himself/herself;
 - b. A member of the Board, Advisory Council, or staff member's immediate family;
 - c. The Board, Advisory Council, or staff member's partner or business colleague; or
 - d. An organization or entity in which any of the persons listed in (a) to (c) is:
 - i. An officer, director, or employee, or
 - ii. Negotiating or otherwise involved with concerning prospective employment or a prospective contracting relationship.
2. A Board, Advisory Council, or staff member who has an actual or potential conflict of interest described under number 1 above, must disclose that actual or potential conflict of interest before engaging in discussion or debate on, or voting for, the proposed contract, grant, or other Agency action.
3. A Board, Advisory Council, or Staff member who has an actual or potential conflict of interest described under number 1 above, shall abstain from discussion or debate on, making a recommendation with respect to, or voting on, the proposed contract, grant, or other Agency action.
4. Board, Advisory Council, and staff members should not participate in writing letter(s) of support for an applicant agency, vendor, or contractor if requested. If the Board, Advisory Council, or staff member does write a letter of support, he or she will be considered to have a conflict of interest, and must abstain from discussion or debate on, making a recommendation with respect to, or voting on, any decision affecting the applicant agency, vendor, or contractor. The foregoing prohibition does not apply to a request for funding from any source that is not the Agency, or does not pass through the Agency, nor any issue that does not relate to or directly or indirectly affect The Senior Alliance.

Annually, before the beginning of each fiscal year, each Board member, Board Alternate, Advisory Council member, and individual staff member of The Senior Alliance must review this Code of Conduct & Conflicts of Interest Policy and both complete and sign a new Conflict of Interest Declaration form. The executed forms shall be filed with and maintained by the Compliance Officer of The Senior Alliance.