

ATLANTA HISTORICAL SOCIETY

Code of Ethics

The Atlanta Historical Society (hereafter the “Society”) is a nonprofit, public-benefit corporation. This means that it is required by law to operate for public rather than for private interests. In an effort to achieve the highest organizational integrity possible and ensure that its public duty takes precedence over any private interests, the Society has developed this code of ethics which applies to all officers, trustees, employees and volunteers. All are expected to be fully cognizant of their responsibilities under this policy adopted by the Board of Trustees.

Observance and support of this code of ethics are essential to the Society’s success as a public trust. Questions or comments about the code should be directed to the president of the society or the Chairman of the Society’s Board of Trustees.

All staff, volunteers and board members of the Society (hereafter, “the staff and board”) hold positions of trust that involve special responsibilities for promoting scholarship by collecting, preserving, and providing access to the collections in their care and in supporting the mission of the institution. In implementing the policies of the Society, the staff and board will accept and discharge their responsibilities to the best of their ability for the benefit of Society members and the public (and, in regard to the staff, consistent with the generally accepted principles of the library, archival, and museum professions). In all their activities with the Society, the staff and board shall act with honesty and integrity, assiduously avoiding actions that could in any way compromise them or the Society, and shall avoid any action that may create even the appearance of impropriety.

Trustees

The Board of Trustees of the Society serves in the public interest as it relates to the constituent parts of the Society and considers itself accountable to the public as well as the institution. The Board acts as the ultimate governing authority for the Society and is responsible for the formulation and maintenance of its general policies, standards, conditions, and procedures.

Trustees must be unequivocally loyal to the purposes of the Society. Each trustee must understand and respect the basic documents that provide for the Society’s establishment, character, and governance such as the charter, bylaws, and adopted plans and policies.

Each trustee is expected to devote time and attention to the affairs of the Society and to attempt to make sure that the Board of Trustees and the Society’s staff act in accordance with the basic documents and with applicable state and federal laws. In establishing policies or authorizing or permitting activities, trustees must be certain that no policies or activities jeopardize the basic nonprofit status of the Society or reflect unfavorably upon it as an institution devoted to public service.

In all matters related to the Society, trustees shall act as representatives of the Board or its designated committees rather than as individuals. All actions should be taken as a board,

committee, subcommittee, task force, or officer, or otherwise conform to the bylaws or applicable resolutions. Trustees are anticipated to have special areas of interest within the Society, but must understand that advocacy for those interests should be advanced within the framework of the Society's interests as a whole.

Trustees shall maintain in confidence information learned during the course of their activities with respect to the Society when that information concerns the administration or activities of the Society and is not generally available to the public. This principle does not preclude public disclosure of information that is properly in the public domain, or information that should be released in fulfilling the institution's accountability to the public. The Board of Trustees holds the ultimate fiduciary responsibility for the Society and for the protection and nurturing of its various assets: its collections and related documentation, exhibitions and other fixed programmatic resources, physical plant, financial assets, and staff. The Board is obliged to develop and define the purposes and related policies of the institution, and to ensure that all of the Society's assets are properly and effectively used for public purposes. The Board shall authorize provision of adequate financial protection for all Society officials including themselves, staff, and volunteers, so that no person will incur inequitable financial sacrifice or legal liabilities arising from the proper performance of authorized duties for the Society.

The Board has an obligation to provide the proper environment for the physical security and preservation of the collections, and to monitor and develop the financial structure of the Society so that it continues to exist as an institution of vitality and quality.

In carrying out its duty to care for the collections, the Board shall continue to examine and update its policies regarding collections, accessioning and deaccessioning of objects, loans, and gifts. The Board shall oversee and monitor compliance with these policies by the President and the staff. The Board shall also ensure that the trustees, the President, and the staff understand and respect the restrictions, conditions, and all other circumstances associated with accessions, deaccessions, loans, or gifts. In keeping with their primary responsibility for the protection of the Society's collections, the Board should not jeopardize the collection by using it as collateral for a loan or otherwise selling or mortgaging any part of the collection in order to secure funds for operations, buildings, or expansion projects. The Board shall further make certain that the use of all funds obtained from authorized deaccessioning is restricted to the conservation of existing collections or the purchase of new collections.

Trustees and staff serve the Society and its public. They should not attempt to derive any personal material advantage from their connection with the Society. Trustees should use Society property only for official purposes. Trustees will have access to the Society's collection, property, or services in a manner available to a comparable member of the general public.

When a conflict or potential conflict of interest arises, the trustee, officer, or staff member involved must disclose that conflict. Trustees, the Board Chairman, and other Board officers make such a disclosure to the chairman of the Board of Trustees. The Society's President makes such a disclosure to the Chairman of the Board. The person to whom such disclosure is made shall determine the decision or action that should be pursued in light of said disclosure.

Individuals involved in a conflict or potential conflict of interest shall refrain from exercising any authority or influence in connection with that issue.

The Trustee-President Relationship

A critical responsibility of the Board of Trustees derives from its relationship to the President, the institution's chief executive officer. The selection of that executive and the continued oversight of his activities are primarily Board responsibilities that cannot be delegated and must be diligently and thoroughly fulfilled.

Trustees have an obligation to define the rights, powers, and duties of the President. They should work with the President, who is their chief operating officer, in all administrative matters, and deal with him openly and with candor. Personal interactions between trustees and staff are to be expected, indeed encouraged, in the area of information sharing. Trustees should avoid giving directions to, acting on behalf of, communicating directly with, or soliciting administrative information from staff personnel, unless such actions are in accord with established procedure or the Chairman is apprised. In general, trustees should direct comments, concerns, complaints, requests, directions, and observations about staff performance and the policies and operations of the Society directly to the President, and when such matters directly involve the President to the Board Chairman.

The trustees must act as a full Board in appointing or dismissing the President and the relationship between the Chairman and the Board must reflect the primacy of the institutional goals over all personal considerations. The President should attend all Board meetings and important committee meetings, except executive sessions concerning the President.

The President has an obligation to bring before the Board any matters involving policy questions not already determined; and to keep them informed on a timely basis about all other significant or substantial matters, or intended actions affecting the institution and/or its assets and collections.

The President must carry out the policies established by the trustees, and adhere to the budget approved by the Board. Whenever it is necessary to deviate from established policies or to alter or exceed budget guidelines, the President should notify the Board or its appropriate committees in advance and request appropriate approval.

Employees and Volunteers

All full and part time employees (hereafter "employees") of the Society are obligated to adhere to the code of ethics. Employees should also ensure that the acts of others do not place the employee or the institution in a compromising or embarrassing position.

Final authority regarding compliance with this code of ethics resides with the Chairman of the Society, who has delegated responsibility for monitoring the code to the Society's President. The Chairman will review all ethical questions involving the President. Volunteers of the Society will also abide by this code of ethics.

COLLECTIONS

Acquisition and Disposal

Stewardship of collections entails the highest public trust and carries with it the presumption of rightful ownership, permanence, care, documentation, and accessibility. The Society must weigh carefully the interests of the public for which it holds collections in trust, the donor's broadest intentions, the interests of the scholarly and cultural communities, and the institution's own financial well-being in all matters related to acquisition and disposal of Society materials. The Society must ensure that collections in its custody:

- Support its mission and public trust responsibilities;
- Are protected, secure, unencumbered, cared for, and preserved;
- Are accounted for and documented; and
- Are accessible within appropriate guidelines.

Furthermore, the Society must make every effort to ensure that:

- Acquisition and disposal of collections are handled according to procedures based on the Society's trustee-adopted collections management policies;
- Disposal of collections materials is solely for the advancement of the Society's mission through the enhancement of collections and/or the long-term preservation of items of cultural or natural significance;
- The acquisition of objects that were previously a part of the Society's collections by an employee or trustee does not occur. To prevent the appearance of a conflict of interest to the public, no gifts or sales of deaccessioned items, even at public auction, are permitted to Society employees, officers, trustees, or their immediate families or representatives;
- Facsimiles and/or reproductions for commercial sale are produced to a standard that reflects positively on the intrinsic value of the original item; and
- The Society's policies comply with all relevant federal and state laws.

Human Remains and Culturally Sensitive Objects

The Society has made an attempt to return all human remains in its collection to the appropriate communities. Ongoing acquisitions of individually or culturally sensitive materials are considered on a case-by-case basis according to issues of ownership, intellectual property rights, access, privacy, and cultural constraints. The exhibition, interpretation, and publication of such materials should be done with tact and respect for human dignity and, when possible, in consultation with the communities from which the materials originated.

Appraisals

Individual staff members may not appraise items for Society trustees or committee members, lenders, other museums, or individuals for any reason. Collections staff may place a value on items acquired by or lent to Society if the donor or lender fails to indicate an amount. Any

values shown are for internal use only, primarily to ensure the proper management of insurance, and are not to be considered an appraisal by Society. Society collections staff maintains a list of independent appraisers and may suggest but not endorse names upon request.

Conflict of Interest

Individuals who are knowledgeable in fields related to the Society's activities can be of great assistance to the Society, but conflicts of interest or the appearance of such conflicts may arise because of these interests or activities. A potential conflict of interest exists in any situation where a person, having official responsibilities for the Society is empowered to make a decision and/or take an action on behalf of the Society or who has substantial influence over such a decision or action, and who, as a result of that power, can benefit personally, directly or indirectly, either by fact or in appearance, from said decision or action.

Trustees and employees are expected to display loyalty to the Society in accordance with fundamental ethical principles and their professional obligations as a whole and should refrain from any activity that is or might appear to be in conflict with the Society's mission and interests. Trustees and employees are entitled to personal and professional independence consistent with their professional responsibilities, but must be aware that their ethical standards cannot be entirely divorced from the interests of the Society as a whole. At no time should any staff member or trustee knowingly misrepresent the mission, objectives, policies, programs, proceedings, or motives of the Society.

Trustees and employees must not compete with the Society in collecting. Trustees and employees may not take advantage of or enable others to take advantage of privileged information obtained as a result of his/her position for furthering personal interest or gain.

To avoid conflict of interests or the appearance thereof, trustees and employees of the Atlanta Historical Society may not purchase or acquire excess equipment inventory from the institution except when sale of surplus materials is authorized by the President. The use of Society equipment, materials, and other resources for personal business is generally discouraged and in approved instances may proceed only if reimbursement is provided. Staff bidding in telephone and online auctions such as eBay should notify the appropriate division head regarding prospective bidding on items within Society's collecting areas. This will eliminate questions of conflict-of-interest acquisitions on the part of the employee and also remove a possible situation in which the employee and Society could unknowingly be bidding against each other. With the approval of the division head, the employee will be allowed to bid on the items.

Occasionally an employee may be asked to serve in a professional capacity on boards or commissions. Such service should be reported in writing to and approved by the President, performed without compensation, and occur on the employee's personal time except as the service may relate to a professional organization that furthers Society mission. Furthermore, such service should neither impair the employee's ability to act with total objectivity regarding Society interests nor interfere with job performance.

Conflicts of interest may include but are not limited to:

- Investments, or outside interests, in any individual or organization that supplies to or purchases from the Society;
- Outside employment, such as practicing a profession, acting as a consultant or a business enterprise that supplies to or purchases from the Society;
- Use of proprietary information of the Society for personal gain or in discharging any responsibilities for either personal gain or in another volunteer capacity;
- Personal benefits exceeding \$50 in value, including gifts, favors, services or hospitality, either solicited or accepted from any organization or individual that supplies to or purchases from the Society;
- Appropriating for personal gain, or the benefit of another institution to which the individual has a fiduciary responsibility, a business opportunity that may be of interest to the Society where knowledge of such opportunity is obtained in the course of the individual fulfilling his or her responsibilities as a trustee;
- Collecting objects of a type collected by the Society by a trustee or employee, a member of his or her family, or a close associate in a manner that competes with the Society's interests in acquiring such objects;
- Trustees expecting staff assistance for personal needs to an extent greater than that available to a member of the general public in similar circumstances with similar needs.

Ownership of Scholarly Materials

Publications, lectures, manuscripts, and all other materials prepared by an employee within the scope of employment at the Society and/or any scholarly works produced as a result of financial support from the Society are the sole property of Society except as authorized in writing by the President. Employees must also first confer with the President before agreeing to author, as a private individual, any publication that substantially draws upon materials prepared in the scope of employment with the Society.

Personal Collecting

If an employee purchases an object that falls within The Society's collecting areas, the employee must disclose the purchase to the President. If interest is expressed on behalf of Society within thirty days the employee must disclose the purchase price and provide a description of the object to the appropriate curatorial staff member and the chair of the appropriate trustee committee. The Society has the right to acquire the object at the price paid by the employee for up to six months after initial disclosure and must notify the employee of its intention to do so within sixty days. This policy excludes the purchase of books and materials relating to the history of Atlanta and the surrounding region that are readily available on the open market as well as objects inherited or received as gifts.

Trustees and employees and their immediate families may not purchase objects deaccessioned from the institution's collections or trade objects from their personal collections for objects from the museum's collections.

Trustees and employees may not store personal collections on museum property or cause research on personal collections to be done on museum time unless the research is in conjunction with a Society-sponsored project or has been approved by the President.

Dealing

Employees may not deal (buy and sell objects for profit on a regular basis) in historical artifacts, books, papers, or other materials within the scope of the Society's collections; act on behalf of a dealer; accept outside employment from a dealer; or retain interest in a dealership with interests in these same areas.

Gifts

To avoid the appearance of unethical or compromising practice in relationships with suppliers, contractors, and other businesses, trustees and employees of the Society are prohibited from soliciting or accepting money, loans, credits, discounts, favors, entertainments, meals, lodging, or trips from present or potential suppliers and businesses.

Trustees and employees are also expected to encourage family and/or household members to avoid such potential conflicts and to notify the Society President when the potential for such conflicts of interest on the part of family or household members arises.

Employees of the Society are allowed to:

- Accept an occasional gift of a value less than \$50 as long as this will not impair their judgment or otherwise influence their decision making; and
- Accept meals and entertainment while promoting Society interests on official business.

Outside Employment

Any employee of the Society engaged in or considering seeking outside employment for pay must disclose such employment in writing immediately to the President for a determination whether the outside employment or proposed activity constitutes a conflict of interest. Outside employment of any kind must not impair the employee's ability to execute their duties and responsibilities at the Society in an appropriate and professional manner. All approved outside employment shall be carried out on the employee's personal time and shall not make use of the facilities, equipment, or services of the Society unless approved in advance by the President.

Political Activities

The Atlanta Historical Society recognizes that employees may have a personal interest in the decisions and policies of government. Because Society from time to time receives local, state, and federal funding, employees must be careful to keep their interests and any political activities they engender strictly individual and separate from work.

Listed below are examples of political activities permissible provided they are done on an individual basis rather than on behalf of the Society:

- Voluntary contributions for political reasons;
- Expression of individual opinions on political subjects and candidates;
- Membership in a political party and participation in party affairs; and
- Solicitation of votes in support of or in opposition to a candidate provided it is not during work hours and is not done on Atlanta Historical Society property.

Listed below are examples of activities that are not permissible:

- Use of Atlanta Historical Society property, materials, supplies, or equipment in connection with partisan political activity; and
- Engagement in any form of political activities as an individual rather than on behalf of the Atlanta Historical Society while on official duty.

These examples serve as non-inclusive guidelines. Employees are encouraged to talk to their supervisors about any activities about which they have a question.

Employees of the Society may wish to express opinions to people outside the workplace about proposals, legislation, or other political issues. Occasionally, these opinions may be expressed on behalf of other organizations to which the employee belongs. In such instances, the guidelines below should be followed:

- Opinions should be clearly identified as being independent or personal in nature and not necessarily representative of the position or policy of the Society;
- Written opinions must not be on Society letterhead;
- Preparation of such statements must be on the employee's own time, using the employee's own equipment and materials;
- Society operations should not be negatively affected; and
- These activities should be governed by discretion and the utmost attention to professional ethics.

Approved by the Board of Trustees, June 11, 2007