



PUBLIC RISK INNOVATION, SOLUTIONS, AND MANAGEMENT (PRISM) CODE OF CONDUCT

Public Risk Innovation, Solutions, and Management (PRISM) recognizes its place as one of the premier organizations in the public entity pooling industry. We are committed to the continual improvement of the professional abilities and expertise of PRISM's Board, Committees and Staff in matters relating to pool governance and pool management/administration. We are constantly striving to achieve the goals of excellence in governance and management. We believe that we can only reach these goals by working together through open communications and complete transparency to all stake holders, thereby allowing us to conduct our official business with social responsibility that will encourage public trust. This Code of Conduct serves as a guide to all Staff, governing bodies (including committee members), and all service providers working on behalf of PRISM.

PRISM does hereby subscribe to the following principles:

1. We are committed to the highest ideals of honor, integrity, and due diligence so that PRISM, its governing members, employees, and agents may merit respect and public confidence in all of our dealings.
2. We are committed to the concepts of democratic, effective and efficient governance by responsible, knowledgeable members of the Board of Directors and Committees with an understanding that official decisions made and actions taken by PRISM are always made in the best interests of PRISM's membership, as opposed to the interests of PRISM's Staff, service providers or other outside interests.
3. We are committed to the principle that PRISM's Board of Directors, Executive Committee and Program Committees are ultimately responsible for establishing PRISM's goals and objectives and in making policy decisions on behalf of the membership. This responsibility cannot be transferred or delegated. The Board of Directors has established Bylaws and Program MOUs regulating its affairs and the conduct of its members.
4. We are committed to the principle that Staff should consistently seek guidance and direction from the pool's Board, Executive Committee and Program Committees on matters of pool policy and refrain from promoting any candidate for appointment to the Board, or election to the Executive Committee.
5. We are committed to the principle that Staff should be expected to provide policy proposals and recommendations to the Board and Committees and provide

members of these governing bodies with information and advice on matters of policy as a basis for making decisions. Once the governing body has acted, Staff should be responsible for implementing and upholding all official policies and decisions adopted, without interference.

6. We are committed to the principle that members of the Board, Committees and Staff share a responsibility to communicate with the entire membership regarding PRISM objectives/activities/outcomes. We should seek to improve the quality and image of governmental risk-sharing pools at all times.
7. We are committed to the principle that all matters of procurement, personnel administration and outside contracting are administered on the basis of merit so that fairness and impartiality govern all governance and management decisions. All purchases shall be made in accordance with PRISM's Acquisition/bidding Policy per Board Resolution 10-002. Personnel administration shall be conducted in accordance with PRISM's Employee Handbook.
8. We are committed to the principle that matters of pool governance and/or pool management/administration cannot be bought or sold. No member of the Board, a Committee, or Staff should ever solicit a personal gift of any value from any third-party performing work on behalf of or in any way associated (or potentially associated) with PRISM. Members of the Board, Committees, Staff and vendors are bound by PRISM's Conflict of Interest policy and shall file annual statements as required by the policy and the Fair Political Practices Commission.
9. We are committed to the principle that conflicts of interest, (defined as situations in which a person has a financial or other interest or the appearance of a conflicting interest that would call into question the person's ability to act in an impartial manner with respect to a matter affecting PRISM) should be avoided and where present shall be fully disclosed. This includes situations when a member of the Board, a Committee, Staff, or vendor has personal interests (including those of his/her family) that are contrary to his/her loyalty to PRISM.
10. We are committed to the principle that Board and Committee members should not become romantically involved with individuals employed by or who do business with PRISM, including vendors and staff, if the relationship may create a conflict of interest, create a negative or unprofessional work environment, or cause concerns regarding supervision, safety, security or morale.