

The Driving School Association of the Americas Inc



**THE DSAA CODE OF BUSINESS
CONDUCT AND ETHICS**

“The Standard in Driver Education and Traffic Safety Since 1973”

DSAA CODE OF ETHICS

As a professional person, I promise to do all I can to contribute to the dignity, growth, development and upgrading of the driver education and traffic safety profession. Furthermore, I will uphold the ethics and ideals of The Driving School Association of the Americas and pledge to maintain standards above those set by local, state/provincial and federal governments.

The ethical relationships of members of this Association are defined in order to ensure that their conduct will provide sound judgment in pursuance of their professional duties and will follow the highest standards of integrity while upholding the honor and dignity of the driver education and traffic safety profession.

With the Public: Members shall limit their involvement to such endeavors and in those areas where they have specific knowledge and competence within their profession. They shall avoid any form of appearance of a possible conflict of interest.

With Clients: Members shall not abuse their professional affiliations to secure personal advantage, shall avoid conflicts of interest and any moral or criminal involvement at all times.

Promotional Practices: Members shall not allow nor participate in exaggerated or misleading statements of their qualifications or services. They shall not represent their work and/or capabilities in a manner that will discredit or reflect unfavorably upon the profession. Professional papers or articles written for publication shall be factual, dignified and free from self-laudatory implications. Such articles shall convey the author's degree of participation in the work or program described and shall give appropriate credit to others who shared in the activity.

As an Employer: Members shall provide complete information of the position, its status and shall ensure equal opportunities for professional development of those working under their supervision.

With Other Members: Members shall not take credit for the work of others; including designs, programs, suggestions, and accomplishments of proprietary interests and shall not attempt to injure directly or indirectly the professional reputation, prospect or practice of other members. Each member shall cooperate in extending the effectiveness of the profession by the exchange of information, experience and by encouraging fellow members to pursue their continuing educational effort.

Monitoring/Evaluating Members and the Industry: The DSAA reserves the right(s) to inspect, monitor and otherwise evaluate the premises where such driver education and traffic safety business is conducted. Furthermore, the DSAA also reserves its right(s) to inspect, monitor and otherwise evaluate to ensure that all business practices, educational quality and conduct are to the professional standards prescribed by the DSAA and meet or exceed those set forth by any local, state/provincial or federal government.

When a driving school owner or driving school association is ready to commit to this Code of Business Conduct and Ethics, then they are ready to join the Driving School Association of the Americas, Inc.

INTRODUCTION:

Purpose: The DSAA Code of Business Conduct and Ethics contains general guidelines for Conducting business in a manner consistent with the highest standards of business ethics. Generally, this Code is designed to deter wrongdoing and to promote:

- honest and ethical conduct, including the handling of actual or apparent conflicts of interest between personal and professional relationships;
- compliance with applicable governmental laws, rules and regulations;
- the prompt internal reporting to an appropriate person or persons identified in the Code of violations of the Code; and
- accountability for adherence to the Code.

This Code applies to all DSAA members directors, officers, employees, consultants, contractors and agents, wherever they are located. Members of the DSAA Board of Directors act on behalf of the DSAA only in their capacity as directors of the DSAA. We refer to all persons covered by this Code as “DSAA Members” or simply “members”.

Seeking Help and Information

No policy or code can address every situation that you may face while you are a member of the DSAA. There are many policies and procedures not covered in this Code that govern practices at the DSAA and affect the way you are to perform your role as a member of the DSAA. Such policies and procedures, while not part of this Code, provide additional guidance on appropriate DSAA practices and procedures. This Code in no way takes the place of or modifies other more detailed written policies. Instead, this Code is intended to give general guidance on ethical standards that the DSAA expects all members to follow.

If you are faced with a difficult business decision that is not addressed in this Code, ask yourself the following questions:

- Is it legal?
- Is it honest and fair?
- Is it in the best interests of the DSAA?
- How does this make me feel about myself and the DSAA?
- Is there an alternative course of action that does not pose an ethical conflict?
- If the situation were reversed, how would I feel as the recipient of this action?
- Would I feel comfortable if an account of my actions were published with my name in the newspaper?

If you still feel uncomfortable about a situation or have any doubts about whether it is consistent with the ethical standards of the DSAA, please seek help. We encourage you to contact your Regional Representative or a Board Member for help first. If they cannot answer your question, or if you do not feel comfortable contacting your Regional Representative or a Board Member, please contact the DSAA

CONFLICTS OF INTEREST

Identifying Conflicts of Interest

A conflict of interest occurs when a member's private interest interferes with the interests of the DSAA as a whole. A conflict of interest may also occur when a member's private interest **appears** to interfere with the interests of the DSAA as a whole. You should actively avoid any private interest that influences your ability to act in the best interests of the DSAA or that makes it difficult to perform your work objectively and effectively.

Conflicts of interest are prohibited as a matter of DSAA policy, except when waived, as described under "Waivers of the Code" below. Conflicts of interest may not always be clear-cut and easy to define. Should you have any questions, please consult with your Regional Representative, a Board Member or the DSAA Ethics Committee.

The following situations are examples that are likely to present a conflict of interest for DSAA members:

- **Improper Personal Benefits.** No member should obtain any material (as to him or her) personal benefits or favors because of his or her position with the DSAA.
- **Service on Boards and Committees.** No member should serve on the DSAA Board of Directors or on a DSAA Committee or on a board or committee of any other entity (whether for-profit or not-for-profit) whose interests reasonably would be expected to conflict with those of the DSAA.
- **With the Public:** Members shall limit their involvement to such endeavors and in those areas where they have specific knowledge and competence within their profession. They shall avoid any form of appearance of a possible conflict of interest.
- **With Clients:** Members shall not abuse their professional affiliations to secure personal advantage, shall avoid conflicts of interest and any moral or criminal involvement at all times.
- **Promotional Practices:** Members shall not allow nor participate in exaggerated or misleading statements of their qualifications or services. They shall not represent their work and/or capabilities in a manner that will discredit or reflect unfavorably upon the profession. Professional papers or articles written for publication shall be factual, dignified and free from self-laudatory implications. Such articles shall convey the author's degree of participation in the work or program described and shall give appropriate credit to others who shared in the activity.
- **As an Employer:** Members shall provide complete information of the position, its status and shall ensure equal opportunities for professional development of those working under their supervision.
- **With Other Members:** Members shall not take credit for the work of others; including designs, programs, suggestions, and/or accomplishments of proprietary interests and shall not attempt to injure, directly or indirectly, the professional reputation, prospect or practice of other members. Each member shall cooperate in extending the effectiveness of the profession by the exchange of information, experience and by encouraging fellow members to pursue their continuing educational efforts.
- **Monitoring/Evaluating Members and the Industry:** The DSAA reserves the right to inspect, monitor and otherwise evaluate the premises where such driver education and traffic safety business is conducted. Furthermore, the DSAA also reserves its right to inspect, monitor and otherwise evaluate to ensure that all business practices, educational quality and conduct within this industry are to the professional standards prescribed by the DSAA and exceed those set forth by any local, state/provincial or federal government.

Disclosure of Conflicts of Interest

The DSAA requires that members fully disclose any situations that reasonably could be expected to give rise to a conflict of interest. Any member, officer or director who becomes aware of a conflict of interest or potential conflict of interest must immediately report it to his or her Regional Representative, a DSAA Board Member, or the DSAA Ethics Committee, in accordance with the procedures described under “Compliance with the Code—Reporting Violations of the Code.” While such situations are not automatically prohibited, they are not desirable and may only be waived as described in “Compliance with the Code—Waivers of the Code” below.

Corporate Opportunities

As a DSAA member, you have an obligation to advance the interests of the DSAA when the opportunity to do so arises. If you discover or are presented with a business opportunity through the use of corporate property, information or because of your position with the DSAA, you should first present the business opportunity to the DSAA before pursuing the opportunity in your individual capacity. No member may use DSAA corporate property, information, or his or her position with the DSAA for personal gain or should compete with the DSAA.

A member of the DSAA who wishes to pursue a business opportunity that is in the DSAA’s line of business must first fully present the business opportunity to the DSAA Board of Directors. If the DSAA Board of Directors elects not to pursue the business opportunity, the member, executive officer or director may pursue the business opportunity in his or her individual capacity on the same terms and conditions as originally proposed and consistent with the other ethical guidelines set forth in this Code.

COMPANY RECORDS

Accurate and reliable records are crucial to business operation. The DSAA records are the basis of its earnings statements, financial reports and other disclosures to the public and are the source of essential data that guides its business decision-making and strategic planning. The DSAA records include booking information, payroll, timecards, travel and expense reports, e-mails, accounting and financial data, measurement and performance records, electronic data files and all other records maintained in the ordinary course of DSAA business. The DSAA and its members are required to comply with all federal, state and provincial laws and regulations pertaining to record keeping and the retention of records.

All records must be complete, accurate and reliable in all material respects. There is never a reason to make false or misleading entries. Undisclosed or unrecorded funds, payments or receipts are inconsistent with DSAA business practices, may be illegal and are prohibited. You are responsible for understanding and complying with record keeping policies. Please ask the DSAA Controller if you have any questions.

ACCURACY OF FINANCIAL REPORTS AND OTHER PUBLIC COMMUNICATIONS

The DSAA and its members are subject to various regulations, filings and reporting obligations. Both federal, state and provincial laws and DSAA policies require the prompt disclosure of accurate and complete information. Inaccurate, incomplete or untimely reporting can severely damage the DSAA and/or members as well as causing legal liability and will not be tolerated.

Members should promptly report evidence of improper financial reporting. Examples of evidence that should be reported include:

- Financial results that seem inconsistent with the performance of underlying business transactions;
- Inaccurate records, such as overstated expense reports, or invoices;
- Transactions that do not seem to have a valid business purpose; and
- Requests to circumvent ordinary review and approval procedures.

The DSAA Treasurer and Controller, and other members whose work involves DSAA finances, have a special responsibility to ensure that all financial disclosures are full, fair, accurate, timely and understandable. These members must understand and strictly comply with generally accepted accounting principles and all standards, laws and regulations for accounting and financial reporting of transactions, estimates and forecasts.

CONFIDENTIAL INFORMATION

Members may have access to confidential information while conducting business with or for the DSAA. Confidential information includes all non-public information that might be of use to competitors, or, if disclosed, harmful to the DSAA or its customers. As a general rule, all information related to the business of the DSAA, including technical information, should be considered confidential and should be accessed, distributed and disclosed only with the appropriate legal agreements or disclosure statements. Whether subject to a confidentiality agreement or not, members and officers have a duty to safeguard all DSAA confidential information or information from third parties with which the DSAA conducts business, except when public disclosure is authorized or legally mandated.

A member's obligation to protect confidential information continues after he or she leaves the DSAA. Moreover, just as the DSAA expects its former members to honor their commitment not to disclose DSAA confidential information, the DSAA expects members to honor the confidentiality obligations established by their employers and former employers. The DSAA does not want, and will not use, information offered by a member if the DSAA has reason to believe that the information is considered to be confidential.

The relationship of the DSAA and its members with business partners are a key element of continued success. Often in these relationships the DSAA or a member is entrusted with the confidential information of other companies. In cases such as these, confidential information must be afforded the same protection as that of the DSAA or a member.

PROTECTION AND USE OF COMPANY ASSETS

All members have the obligation to protect both company and association assets and ensure their efficient use for legitimate business purposes only. Theft, carelessness and waste have a direct impact on the profitability of a member business and of the DSAA. The use of funds or assets for any unlawful or improper purpose is strictly prohibited.

To ensure the protection and proper use of assets, each member should:

1. Exercise reasonable care to prevent theft, damage or misuse of property.
2. Promptly report any actual or suspected theft, damage or misuse of property to the proper authorities.

When in doubt, you should obtain written approval prior to engaging in the personal use of any non- owned property.

COMPETITION AND FAIR DEALING

DSAA members are obligated to deal fairly and in good faith with fellow members and with DSAA customers, suppliers, competitors and other third parties. Members should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged or confidential information, misrepresentation or omission of material facts or any other unfair-dealing practice. Members should also stay compliant with government laws and regulations, including those related to fair business practices and promotion.

GIFTS AND ENTERTAINMENT

The giving and receiving of gifts is a common business practice. However, gifts and entertainment should not compromise, or appear to compromise, your ability to make objective and fair business decisions. It is your responsibility to use good judgment in this area. All gifts and entertainment expenses should be properly accounted for on expense reports. The following specific examples may be helpful:

3. Meals and Entertainment. You may occasionally give meals, refreshments or other entertainment if: The items are of reasonable value; and
The purpose of the meeting or attendance at the event is business related.

Entertainment of reasonable value may include food and tickets for sporting and cultural events if they are generally offered to other customers, suppliers or vendors.

4. Advertising and Promotional Materials. You may occasionally accept or give advertising or promotional materials.
5. Personal Gifts. You may accept or give personal gifts of reasonable value that are related to recognized special occasions such as a graduation, promotion, new job, wedding, retirement or a holiday. You may also accept a gift if it is based on a family or personal relationship and unrelated to the business involved between the individuals.
6. Gifts Rewarding Service or Accomplishment. You may accept a gift from a civic, charitable or religious organization specifically related to your service or accomplishment.

POLITICAL CONTRIBUTIONS AND ACTIVITIES

It is DSAA policy that DSAA funds or assets not be used to make political contributions to any political party or candidate, unless prior approval has been given by the Board of Directors. Such approval shall be in compliance with federal and state/provincial laws.

COMPLIANCE WITH LAWS AND REGULATIONS

Obedying the law, both in letter and in spirit, is the foundation on which the ethical standards of the DSAA are built. Each member has an obligation to comply with federal laws and the laws of the states, provinces, counties and cities in which DSAA operates. The DSAA will not tolerate any activity that violates any laws, rules or regulations applicable to the DSAA or its members. This includes, without limitation, laws covering bribery and kickbacks, copyrights, trademarks and trade secrets, information privacy, insider trading, illegal political contributions, antitrust prohibitions, foreign corrupt practices, offering or receiving gratuities, environmental hazards, employment discrimination or harassment, occupational health and safety, false or misleading financial information or misuse of corporate assets. You are expected to understand and comply with all laws, rules and regulations that apply to you or your business. If any doubt exists about whether a course of action is lawful, you should seek advice immediately from your Regional Representative, a Board Member, or the DSAA Ethics Committee.

INTERACTIONS WITH THE GOVERNMENT AND REGULATORY AGENCIES

The DSAA conducts business with both federal and state/provincial governments and with various regulatory agencies. The DSAA is committed to conducting its business in compliance with all applicable laws and regulations. In your interactions with government and regulatory agencies, you should:

7. Be forthright and honest at all times. No member should misstate or omit any material information from any written or oral communication with the government or any regulatory agency.
8. You should not offer or exchange any gifts, gratuities or favors with, or pay for meals, entertainment, travel or other similar expenses for, government or regulatory agency members.
If your responsibilities include interacting with the government and/or regulatory agencies, you are expected to understand and comply with all laws, rules and regulations that apply. If any doubt exists about whether a course of action is lawful, you should seek advice immediately. Your Regional Representative, Board Members, and the DSAA Ethics Committee would be pleased to assist.

PUBLIC COMMUNICATIONS

The DSAA places a high value on its credibility and reputation in the community. What is written or said about the DSAA in the news media may positively or negatively impact its reputation. In connection with public communications, the DSAA and its members must be forthright and honest.

ENVIRONMENT, SAFETY AND QUALITY

The DSAA is committed to providing and promoting a safe and healthy working environment. The DSAA and its members must seek to avoid adverse impact and injury to the environment and to the communities in which we do business. The DSAA and its members must comply with all applicable environmental, health and safety laws, regulations and DSAA standards. It is your responsibility to understand and comply with the laws, regulations and policies that are relevant to the operation of your business and your job. Questions and requests for assistance should be directed to your Regional Representative, a Board Member, or the DSAA Ethics Committee.

EMPLOYMENT PRACTICES AND MEMBER CONDUCT

As an Employer: Members shall provide complete information of the position, its status and shall ensure equal opportunities for professional development of those working under their supervision.

The DSAA pursues fair employment practices in every aspect of its business. DSAA members must comply with all laws, including anti-discrimination laws and laws related to freedom of association, privacy and collective bargaining. It is your responsibility to understand and comply with the laws, regulations and policies that are relevant to you as a business operator and as a member of the DSAA. Questions or concerns relating to membership, employment matters and the laws, regulations and policies that apply to you should be directed to your Regional Representative, a Board Member, or the DSAA Ethics Committee.

COMPLIANCE WITH THE CODE

Reporting Violations of the Code

All members have a duty to report any known or suspected violation of this Code, including any violation of the laws, rules, regulations or policies that apply to the DSAA. Reporting a known or suspected violation of this Code should not be considered an act of disloyalty, but an action that the DSAA requires of you in order to safeguard the reputation and integrity of the DSAA and its members.

If you know of or suspect a violation of this Code, promptly report the conduct to a Board Member or the DSAA Ethics Committee in a timely manner. Those persons will work with you to ensure investigation of your concerns. If you do not feel comfortable reporting the conduct to any of these persons, or you do not get a satisfactory response, you may contact the President of the DSAA and/or your Regional Representative. You may also report known or suspected violations of the Code by mailing a letter anonymously to a Board Member. You may remain anonymous and will not be required to reveal your identity, although providing your identity may assist the DSAA in investigating your concern.

It is the DSAA's policy that any member who violates this Code will be subject to appropriate discipline, including possible termination of membership. This determination will be based upon the facts and circumstances of each particular situation. The member who is thought to have violated this Code will be given an opportunity to present his or her version of the events at issue prior to any determination of appropriate discipline. Members who violate government laws, rules or regulations or this Code may also expose themselves to substantial civil damages or criminal fines. The DSAA may also face substantial fines and penalties and may incur damage to its reputation and standing in the community. If your conduct as a member of the DSAA does not comply with government laws, rules or regulations or with this Code, the result can be serious consequences for both you and the DSAA.

Confidentiality and Policy Against Retaliation

All questions and reports of known or suspected violations of the law or this Code will be treated with sensitivity and discretion. The DSAA will respect requests for confidentiality in a manner that is consistent with the law and DSAA's need to investigate the concern. The DSAA strictly prohibits retaliation against a member who, in good faith, seeks help or reports known or suspected violations. Any reprisal or retaliation against a Member because the Member, in good faith, sought help or filed a report will be subject to disciplinary action, including potential termination of membership.

Waivers of the Code

Waivers of this Code will be granted on a case-by-case basis and only in extraordinary circumstances. Waivers of this Code for members other than officers, directors and board members may be made only by the DSAA Board of Directors. Any waiver of this Code for officers, directors and board members may be made only by

the DSAA Board of Directors or the appropriate committee of the DSAA Board of Directors and will be subject to disclosure.

CONCLUSION

This Code of Business Conduct and Ethics contains general guidelines for conducting the business of the DSAA consistent with the highest standards of business ethics. If you have any questions about these guidelines, please contact your Regional Representative, a Board Member or the DSAA Ethics Committee.

We expect and require all DSAA members, regardless of their position or location, to adhere to these standards. Each member is independently responsible for his or her actions. Conduct that violates the law or this Code cannot be justified by claiming that it was ordered by someone else. If you engage in conduct prohibited by the law or this Code, you will be deemed to have acted outside the scope of your membership. Such conduct may subject you to disciplinary action, including possible termination of your membership.

The Organization

OFFICERS

SECTION 1. President - The President shall be the executive officer of the organization and shall preside at meetings of the Association, and shall be a member ex-officio, with right to vote, of all committees except the Nominating Committee. The President may assign a part or portion of his/her duties to the Administrative Vice-President and/or the Executive Vice-President to aid in the performance of an efficient executive office. He/she shall also appoint a Parliamentarian to advise and assist in matters of parliamentary procedure and governance by sound democratic principle.

At the annual meeting of the Association and such other times as he/she shall deem proper, the President shall communicate to the Association and/or the Board of Directors such matters and make such suggestions as may, in his/her opinion, tend to promote the welfare and increase the usefulness of the Association, and shall perform such other duties as are necessarily incident to the office of the President of the Association or as may be prescribed by the Board of Directors.

SECTION 2. Executive Vice President - The Executive Vice President may be delegated by the President to perform his/her duties in the event of his/her temporary disability or absence from meetings. In event of death or permanent disability of the President, Executive Vice President or Administrative Vice President, the vacancy caused shall be filled by the vote of the Board of Directors.

SECTION 3. Administrative Vice President - The Administrative Vice President shall be an assistant to the President and shall work in close conjunction with the President, Executive Vice President and all members of the Executive Committee. The President can assign a part or portion of his/her duties to the Administrative Vice President to aid in the performance of an efficient executive office.

SECTION 4. Regional Vice President - The Regional Vice President shall be responsible for all the members in his/her region, shall perform, at the direction of the President, Executive Vice President, Administrative Vice President or the Board of Directors, such tasks and duties as to enhance the Association in its efforts to upgrade the industry. The Regional Vice President shall represent the President on all local items where it is deemed necessary by the President. He/she shall be responsible to the members of his/her region for the communication of ideas, goals, and progress reports of the National Association.

SECTION 5. Treasurer - The Treasurer shall collect annual dues and subscriptions and keep an account of all monies received and expended for the use of the Association, and shall make disbursements authorized by the Board and approved by the Controller and such other officers as the Board may prescribe. He/she shall deposit all sums received in the bank or banks, or trust company, approved by the Executive Committee, and shall make a report at the annual meeting or when called upon by the President. Funds may be drawn only upon the signature of the Treasurer, plus the President or Executive Vice President. The duties of the Treasurer, under authority of the Executive Committee, may be assigned in whole or part to an assistant Treasurer. The funds, books, and vouchers

in his/her hands shall, with the exception of confidential reports submitted by members, at all times be subject to verification and inspection of the Executive Committee. At the expiration of his/her term of office, the Treasurer shall deliver over to his/her successor all books, monies, and other property, or, in the absence of a Treasurer Elect, to the President.

SECTION 6. Controller - The Controller shall approve all vouchers and forward them to, and work in close conjunction with, the Treasurer and aid in any manner he/she can in the establishment of an orderly accounting of all funds received and disbursed by the Association. In addition, the Controller shall audit all accounts receivable and accounts payable; shall prepare an annual budget; and submit same to the Board of Directors.

SECTION 7. Secretary - It shall be the Secretary's duty to give notice of and attend all meetings of the Association and all committees and keep a record of their proceedings; to conduct all correspondence and to carry into execution all orders, votes and resolutions not otherwise committed; to keep a list of members of the Association; to keep records of the staff, employees, and agents of the Association; their salaries and terms of employment, and to take charge of and supervise the performance by them of their respective duties; to prepare, under the direction of the Board of Directors, an annual report of the transactions and conditions of the Association; and generally to devote his/her best effort to forwarding the business and advancing the interest of the Association.

The handling of funds or property of the Association, shall, at the discretion of the Board of Directors, furnish, at the expense of the Association, a fidelity bond approved by the Board, in such a sum as the Board shall prescribe.

SECTION 8. Vacancies - In the event of vacancies of any office, the vacancy may be filled by majority vote of the Board of Directors for the expired term in accordance with Article X, Section 7.

SECTION 9. Removal - Any officer elected or appointed and confirmed by the Board of Directors may be removed by the Board of Directors upon an affirmative vote of eighty (80%) of the members of the Board of Directors whenever, in its judgment, the best interests of the corporation would be served thereby.

If your responsibilities include interacting with the government and/or regulatory agencies, you are expected to understand and comply with all laws, rules and regulations that apply. If any doubt exists about whether a course of action is lawful, you should seek advice immediately. Your Regional Representative, Board Members, and the DSAA Ethics Committee would be pleased to assist.

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As an Employer: Members shall provide complete information of the position, its status and shall ensure equal opportunities for professional development of those working under their supervision.

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membership, employment matters and the laws, regulations and policies that apply to you should be directed to your Regional Representative, a Board Member, or the DSAA Ethics Committee

COMPLIANCE WITH THE CODE

All members have a duty to report any known or suspected violation of this Code, including any violation of the laws, rules, regulations or policies that apply to the DSAA. Reporting a known or suspected violation of this Code should not be considered an act of disloyalty, but an action that the DSAA requires of you in order to safeguard the reputation and integrity of the DSAA and its members.

If you know of or suspect a violation of this Code, promptly report the conduct to a Board Member or the DSAA Ethics Committee in a timely manner. Those persons will work with you to ensure investigation of your concerns. If you do not feel comfortable reporting the conduct to any of these persons, or you do not get a satisfactory response, you may contact the President of the DSAA and/or your Regional Representative. You may also report known or suspected violations of the Code by mailing a letter anonymously to a Board Member. You may remain anonymous and will not be required to reveal your identity, although providing your identity may assist the DSAA in investigating your concern.

It is the DSAA's policy that any member who violates this Code will be subject to appropriate discipline, including possible termination of membership. This determination will be based upon the facts and circumstances of each particular situation. The member who is thought to have violated this Code will be given an opportunity to present his or her version of the events at issue prior to any determination of appropriate discipline. Members who violate government laws, rules or regulations or this Code may also expose themselves to substantial civil damages or criminal fines. The DSAA may also face substantial fines and penalties and may incur damage to its reputation and standing in the community. If your conduct as a member of the DSAA does not comply with government laws, rules or regulations or with this Code, the result can be serious consequences for both you and the DSAA. Confidentiality and Policy Against Retaliation

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WAIVERS OF THE CODE

Waivers of this Code will be granted on a case-by-case basis and only in extraordinary circumstances. Waivers of this Code for members other than officers, directors and board members may be made only by the DSAA Board of Directors. Any waiver of this Code for officers, directors and board members may be made only by the DSAA Board of Directors or the appropriate committee of the DSAA Board of Directors and will be subject to disclosure.

CONCLUSION

This Code of Business Conduct and Ethics contains general guidelines for conducting the business of the DSAA consistent with the highest standards of business ethics. If you have any questions about these guidelines, please contact your Regional Representative, a Board Member or the DSAA Ethics Committee.

We expect and require all DSAA members, regardless of their position or location, to adhere to these standards. Each member is independently responsible for his or her actions. Conduct that violates the law or this Code cannot be justified by claiming that it was ordered by someone else. If you engage in conduct prohibited by the law or this Code, you will be deemed to have acted outside the scope of your membership. Such conduct may subject you to disciplinary action, including possible termination of your membership.

THIS CODE AND THE MATTERS CONTAINED HEREIN ARE NEITHER A CONTRACT OF MEMBERSHIP NOR A GUARANTEE OF CONTINUING DSAA POLICY. THE DSAA RESERVES THE RIGHT TO AMEND, SUPPLEMENT OR DISCONTINUE THIS CODE AND THE MATTERS ADDRESSED HEREIN, WITHOUT PRIOR NOTICE, AT ANY TIME.
