

STANDARDS OF CONDUCT FOR NJCPA LEADERS

- I. The New Jersey Society of Certified Public Accountants (NJCPA) is committed to legal and ethical business conduct. NJCPA and its Leaders (Board of Trustees, Chapter Officers, Committee Chairs and Vice-Chairs, Interest Group Leaders and Vice-Leaders) must always obey the criminal and civil laws of the United States and the state of New Jersey. Leaders must act personally and direct NJCPA activities within the boundaries set by these laws. In all respects, Leaders must commit to honesty, integrity and honorable behavior.
- II. Leaders must adhere to the AICPA “Code of Professional Conduct,” which expresses the basic ethical tenets of the profession and recognizes professional responsibilities to the public, clients and colleagues.
- III. A Leader has a duty of loyalty to NJCPA that requires acting in good faith and not allowing personal interests to prevail over the interests of the NJCPA and its members.
 - a) Conflict of Interest. A Leader should avoid conflicts of interest, never using his or her position to make a personal profit or to gain other personal advantage. The existence of any personal interest of a Leader (“interested Leader”) in a contract or transaction to which NJCPA is to be a party, either directly or indirectly because of employment or investment relationship with an entity with which NJCPA is dealing, must be disclosed by the interested Leader. The nature of any such personal interest must be fully described to the other Leaders prior to the time action is taken by the Board, Chapter, Committee, Interest Group with respect to the matter, with such interested Leader abstaining from taking any action thereon.
 - b) Duty of Fairness. If a transaction involves a possible conflict of interest, the interested Leader and those disinterested Leaders in favor of the transaction must recognize and satisfy “fairness” obligations. In such situations, the terms of a proposed transaction should be as favorable to NJCPA as might be available from any other person or entity.
 - c) Association Opportunity. A Leader has a duty to present any business opportunities which are relevant to NJCPA’s present or prospective business activities to the Board, Chapter, Committee, Interest Group before pursuing the matter on his or her own behalf or for others.
 - d) Confidentiality. A Leader has the obligation to maintain and respect the confidentiality of NJCPA information until such time as a matter has been publicly disclosed.

- e) **Social Media.** Society leaders are both granted permission to and are encouraged to use social media as a conduit for informing members and colleagues about Society projects and initiatives. This needs to occur in a professional and ethical manner. All uses of social media must follow the same ethical standards that Society leaders follow in their face-to-face dissemination of Society information. NJCPA leaders must consider the Board Code of Conduct when posting on NJCPA social media sites.
 - f) **Support.** A Leader has the obligation to support all Board approved policies regardless of his/her personal opinions.
- IV. A Leader has a duty of care to be diligent and prudent, and to exercise sound professional judgment in managing the affairs and business interests of the NJCPA.
 - a) **Meeting Attendance.** Regular attendance at meetings of the Board of Trustees, Chapter Boards, Committees, Interest Groups is a requirement for acceptable Leader performance.
 - b) **Review of Information.** It is expected that each Leader will be furnished with sufficient information and documentation regarding every important matter requiring Board, Chapter, Committee, Interest Group action in a timely enough manner to permit an informed judgment. Leaders are expected to have reviewed all materials distributed to them prior to Board, Chapter, Committee, Interest Group meetings, giving special attention to financial statements and any matters to be acted on (such as minutes or proposals). Decisions are to be made after weighing all facts and circumstances in an unbiased manner.
- V. A Leader must follow NJCPA's policy that no person in the Society or the general public shall be subjected to discrimination or harassment on the basis of race, color, religious beliefs, national origin, gender, age, height, weight, marital or veteran status, handicap or other legally protected classification. A Leader shall act with dignity and courtesy in all professional activities.
- VI. A Leader must obtain approval from NJCPA prior to making a public appearance, speech or statement in person or through broadcast or print media on behalf of NJCPA. If a Leader makes any such appearance, speech or statement in a personal capacity, he or she must make it clear that any views expressed concerning NJCPA business are those of the individual Leader and not necessarily NJCPA.
- VII. Strict compliance with these Standards of Conduct is a condition of leadership in the NJCPA. Disciplinary action, up to and including removal from leadership, may be taken against a Leader who violates any provision of these Standards of Conduct.