	<b>Code of Business Conduct and Ethics Policy</b>	
	Policy Document #: POL-2001	Version #: 2.0
	Effective Date: <i>04 DEC 2020</i>	

## I. APPLICABLE PERSONS

- Board of Directors
- Employees
- Committee Members
- Consultants
- Volunteers

## II. PURPOSE

This Code of Business Conduct and Ethics is designed to promote honest, ethical and lawful conduct by all employees, volunteers, officers and directors of the Institute for Advanced Clinical Trials for Children (I-ACT or I-ACT for Children) and all of its affiliates. Additionally, independent contractors, consultants and agents who represent I-ACT for Children are expected to apply the same high standards while working on I-ACT business.

The actions of every employee, consultant, volunteer, officer and director affect the reputation and integrity of I-ACT for Children. Therefore, it is essential that you take the time to review this Code, develop a working knowledge of its provisions, and complete any applicable required training modules.

At all times, **you are expected to:**


- **Comply with all applicable laws, rules and regulations.** Violation of laws and regulations may subject you, as well as I-ACT for Children, to civil and/or criminal penalties;
- **Exercise good judgment and the highest ethical standards** in your activities on behalf of I-ACT as well as in your private activities outside I-ACT;
- **Provide accurate and complete information** while fulfilling your obligations and communicate information in a timely manner;
- **Provide full, fair, accurate, timely, and understandable disclosure** in reports required to be filed by I-ACT for Children with regulators and in other public communications; and
- **Seek guidance** where necessary from a responsible supervisor.

## III. POLICY STATEMENT

This Code of Business Conduct and Ethics provides guidance in setting shared standards, developing good business practices, and living up to our organizational core values. Each of us is expected to maintain the highest standard of ethical conduct when acting on behalf of I-ACT for Children. We are responsible for knowing applicable laws and regulations of, as well as the organization's policies that apply to our work and by which we are expected to abide. Leadership has the added responsibility of setting a good example and being accountable for the actions of anyone who reports to them.

## IV. DEFINITIONS

N/A

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## V. YOUR OBLIGATIONS

### A. Misconduct Behavior

- Do not illegally discriminate against any employee, affiliate, vendor or other individual.
- Refrain from all forms of harassment, including sexual, racial, or other unlawful forms.
- Avoid threatening, intimidating, or fighting with individuals during employment.
- Avoid illegal possession, distribution, or use of any controlled substances or reporting to work under the influence of alcohol or illegal drugs.
- Acts of dishonesty, including falsification or alteration of time records or other documents used in connection with work.
- Misuse of I-ACT's funds.

### B. Conflict of Interest

All Employees, Board of Directors, Consultants, Volunteers and Committee Members are required to comply with I-ACT's Conflict of Interest Policy for Employees and Board of Directors, and/or I-ACT's Conflict of Interest Policy for Consultants, Volunteers and Committee Members. Never use your position with I-ACT for Children, or any of its clients or affiliates, for private financial gain, to advance personal financial interests, to obtain favors or benefits for yourself, members of your family or any other individuals, corporations or business entities, or engage in activities, investments or associations that compete with I-ACT, interfere with a team member's business judgment concerning I-ACT's best interests, or exploit a team member's position with I-ACT for Children for personal gain.

### C. Theft and Misuse of I-ACT for Children's Assets


- Protect I-ACT's tangible assets, such as products, equipment and facilities, as well as intangible assets, such as intellectual property, trade secrets, reputation and business information (including any non-public information learned as an employee, consultant, volunteer, officer or director of I-ACT).
- You must not take, make use of, or knowingly misappropriate the assets of I-ACT for Children for personal use, for use by another, or for an improper or illegal purpose.
- You are not permitted to remove, dispose of, or destroy anything of value belonging to I-ACT for Children without I-ACT's express prior written consent.

### D. Outside Communication

- Refrain from commenting on or providing information relating to I-ACT for Children's business (even if such information is not confidential) in an internet chat room, newsgroup, guest book, bulletin board, blog, social or business networking site or similar forum unless you are authorized to do so;
- Immediately notify the CEO, Chairman of the Board ([ed.connor@iactc.org](mailto:ed.connor@iactc.org)), or designee if contacted by the media, potential donors or any other members of the public if asked to speak on behalf of I-ACT for Children.

### E. Network Use, Integrity & Security

- Avoid divulging any passwords used to access I-ACT for Children's computers or databases.
- Refrain from using, distributing, copying, or altering computer software that may damage or disrupt I-ACT for Children's work environment by transmitting a virus or conflicting with I-

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ACT for Children systems.

- Refrain from illegal discrimination, harassment, and pornography.

#### **F. Illegal Payments**

- No illegal payments of any kind are to be made to any local, state or Federal Government officials of the United States, or to government officials of any other country, territory or municipality.
- No funds or other assets of I-ACT for Children are to be paid directly or indirectly to government officials or persons acting on their behalf or to representatives of other businesses for the purpose of influencing decisions or actions with respect to I-ACT for Children's activities. Kickbacks to or from any person are prohibited.

#### **G. Confidential Information/Privacy**

Confidential information, copyrights, and trademarks are all forms of proprietary material. Whether belonging to I-ACT for Children or to another organization, all proprietary information is to be treated as a valuable asset of the owner and may not be disclosed or used without permission.

Confidential information is information that is not generally known outside of an organization and is not known by public means. Examples of confidential information include, but are not limited to, financial reports, board reports, donor information, member proprietary information, personnel information about current or former employees or members, and vendor bids. You have a duty to protect this information regardless of how you obtained it.

Unless you receive prior approval, you may not disclose confidential information to anyone outside of the I-ACT for Children who does not have a legitimate work-related reason to know the information. Any such disclosure must be in accordance with privacy laws regarding personal information. Likewise, you must respect the confidentiality of information given to you in confidence by others.


Apart from legally recognized "fair uses" of proprietary material, you may not use copyrighted material and trademarks without permission of the owner. This includes unauthorized duplication of computer software and making multiple copies of a publication when only a single copy has been purchased.

## **VI. PROCEDURES**

### **A. Misconduct Reporting**

Each Applicable Person (Section I) is responsible for promptly reporting to I-ACT for Children any circumstances that they believe in good faith may constitute a violation of this Code, any other I-ACT policy, applicable law, regulation or rule. If you are in a situation that you believe may involve or lead to a violation of this Code, you have an affirmative duty to disclose to and seek guidance from a responsible supervisor, I-ACT for Children's legal counsel, or other appropriate internal authority.

You are strongly encouraged to report any complaint regarding accounting, internal accounting controls or auditing matters (including confidential and anonymous complaints), the Chair of I-ACT for Children's Audit and Compensation Committee or legal counsel.

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It is I-ACT for Children's policy to encourage the communication of bona fide concerns relating to the lawful and ethical conduct of business, and audit and accounting procedures or related matters. It is also the policy of I-ACT for Children to protect those who communicate these concerns from any retaliation for such reporting. No retribution against any individual who reports violations of this Code in good faith will be permitted. Every effort will be made to investigate confidential and anonymous reports within the confines of the limits on information or disclosure such reports entail. While self-reporting a violation will not excuse the violation itself, the extent and promptness of such reporting will be considered in determining any appropriate sanction, including dismissal.

## **B. Code Violations**

Access to I-ACT for Children systems will be revoked, and disciplinary action may be taken if such systems are used to commit illegal acts, or to violate the non-discrimination, harassment, pornography, solicitation or proprietary information terms of this Code, or any other terms of this Code.

Allegations of Code violations will be reviewed and investigated by the I-ACT's legal counsel, or, in appropriate circumstances by I-ACT for Children's Audit and Compensation Committee. Those who violate the standards in this Code will be subject to disciplinary action. Failure to follow this Code, or to comply with federal, state, local and any applicable foreign laws, and I-ACT for Children's policies and procedures may result in, among other actions, suspension of work duties, diminution of responsibilities or demotion, and termination of employment, termination of contract/agreement or termination of board service.

## **VII. RESPONSIBILITY TO COMPLY & REPORT POTENTIAL MISCONDUCT**

Compliance with this policy is mandatory.

Any person who learns of a potential breach of applicable laws, regulations, this Policy or any other policy is required to report his/her suspicion as soon as possible in accordance with this Policy.

Breach and noncompliance must be reported to the Vice President, Legal and Compliance and/or the Chief Executive Officer, who will determine the action to be taken.


## **VIII. POLICY REVIEW**

This Policy will be reviewed and updated (as needed) on a biennial basis, unless changes in laws or I-ACT for Children's business needs require and indicate otherwise.

Any substantive revisions to this policy will require all persons to re-review & sign this Policy and accompanying acknowledgement statement. Revisions that are strictly administrative (i.e. grammar and formatting) do not require re-review or completion of the accompanying acknowledgement statement.


## **IX. REFERENCES**

- POL-2012, Conflict of Interest Policy for Employees and Board of Directors
- POL-2015, Conflict of Interest Policy for Consultants, Volunteers and Committee Members

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## X. REVISION HISTORY

Version Number	Revision Date	Summary of Changes
2.0	09 JUL 2020	Updated policy to new template format. Updates to coincide with CoI policies. Made substantive revisions to Section G: Confidential Information/Privacy.
1.0	17 APR 2018	Initial version of policy.

	<b>Code of Business Conduct and Ethics Policy Acknowledgement</b>	
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**POLICY ACKNOWLEDGEMENT STATEMENT**

I, \_\_\_\_\_ hereby certify and acknowledge that I have read and understand  
(Print Name)

*POL-2001, Code of Business Conduct and Ethics* in full and how it applies to me in my role at I-ACT for Children.

**Signature & Date:** \_\_\_\_\_

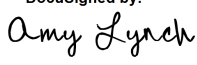


**Title:** \_\_\_\_\_

<b>POLICY APPROVAL PAGE</b>			
Title: <b>Code of Business Conduct and Ethics Policy</b>			
POL-2001	Version No.: 2.0	Effective Date: <i>04 DEC 2020</i>	
Total Number of Pages in Approved Policy Excluding Approval Page			6

Indicate whether Board of Directors approval was required (check one):

No

Yes – Signature by the Chief Executive Officer indicates this Policy has been reviewed and approved by the I-ACT for Children Board of Directors

APPROVALS	
Department/Function	Signature and Date
Amy Lynch VP, Legal and Compliance <i>Author</i>	<small>DocuSigned by:</small>  17-Nov-2020   3:56 PM EST
Laura Gordon <i>Chief Executive Officer</i>	<small>DocuSigned by:</small>  17-Nov-2020   2:17 PM PST
Melissa Riviuccio QA Manager <i>Quality Approval</i>	<small>DocuSigned by:</small>  18-Nov-2020   7:52 AM EST

## Certificate Of Completion

Envelope Id: 48F95DB14F1244D9969F39E0EB14E749	Status: Completed
Subject: Please DocuSign: POL-2001 Code of Business Conduct and Ethics v.2.0	
Source Envelope:	
Document Pages: 7	Signatures: 3
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Melissa Riviuccio
Time Zone: (UTC-05:00) Eastern Time (US & Canada)	9211 Corporate Blvd Ste 260
	Rockville, MD 20850
	melissa.riviuccio@iactc.org
	IP Address: 108.31.218.211

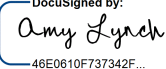
## Record Tracking

Status: Original 17-Nov-2020   15:39	Holder: Melissa Riviuccio melissa.riviuccio@iactc.org	Location: DocuSign
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## Signer Events

Amy Lynch  
amy.lynch@iactc.org  
I-ACT for Children  
Security Level: Email, Account Authentication (None)

## Signature

DocuSigned by:  
  
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Viewed: 17-Nov-2020 | 15:55  
Signed: 17-Nov-2020 | 15:56

### Electronic Record and Signature Disclosure: Not Offered via DocuSign


Laura Gordon  
laura.gordon@iactc.org  
CEO  
Security Level: Email, Account Authentication (None)

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### Electronic Record and Signature Disclosure: Accepted: 06-May-2020 | 13:29 ID: b4357499-fe02-46c3-a19a-6c4c61ce14fe

Melissa Riviuccio  
melissa.riviuccio@iactc.org  
I-ACT for Children  
Security Level: Email, Account Authentication (None)

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Viewed: 18-Nov-2020 | 07:51  
Signed: 18-Nov-2020 | 07:52

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In Person Signer Events	Signature	Timestamp
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Completed	Security Checked	18-Nov-2020   07:52

<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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<b>Electronic Record and Signature Disclosure</b>
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## **ELECTRONIC RECORD AND SIGNATURE DISCLOSURE**

From time to time, I-ACT for Children (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

### **How to contact I-ACT for Children:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: [karen.king@iactc.org](mailto:karen.king@iactc.org)

### **To advise I-ACT for Children of your new email address**

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at [karen.king@iactc.org](mailto:karen.king@iactc.org) and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

### **To request paper copies from I-ACT for Children**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to [karen.king@iactc.org](mailto:karen.king@iactc.org) and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

### **To withdraw your consent with I-ACT for Children**

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an email to karen.king@iactc.org and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

### **Required hardware and software**

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

### **Acknowledging your access and consent to receive and sign documents electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify I-ACT for Children as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by I-ACT for Children during the course of your relationship with I-ACT for Children.