The meetings of the Board of Directors of the AAAHC and its committees are conducted in strictest confidence and matters are discussed which are sensitive in nature, and therefore, confidential and of a proprietary nature within AAAHC. These materials are confidential and shall not be disclosed to anyone else, except as may be necessary to effectuate its actions.
A. Purpose

B. The members of all Governance Units of the Accreditation Association for Ambulatory Health Care ("AAAHC") acknowledge and accept the scope and extent of their responsibilities and duties as Governance Unit members. Each Governance Unit member has a responsibility to carry out authorized activities of the Association and shall exercise the authority of the Board of Directors to the extent authorized by the Board of Directors and in accordance with the Association’s governance documents. The Board of Directors has adopted the following Code of Conduct and the Governance Unit members are expected to adhere to the standards of loyalty, good faith, and the avoidance of conflict of interest that follow:

C. Governance Unit Members will:

1. Become familiar with and committed to the responsibilities of the Governance Unit on which one is serving, and act ethically, honestly, fairly, with integrity and utmost good faith, in all Governance Unit business and interactions.

2. Devote time to learning how AAAHC functions—its uniqueness, strengths, and needs—particularly with regard to the mandate of the Governance Unit on which one is serving.

3. Carefully prepare for, regularly attend, and actively participate in Governance Unit meetings and assignments.

4. Facilitate appropriate communication between the Governance Unit and AAAHC staff liaisons, and at the same time maintain the confidential nature of Governance Unit work.

5. Avoid acting as a spokesperson for the Governance Unit unless specifically authorized by the committee chair to do so.

6. Make judgments always on the basis of what is best for AAAHC and for the advancement of quality in health care; be willing to support the majority decision of the Governance Unit and work with fellow members in a spirit of cooperation.

7. Execute the confidentiality, conflict of interest policies and disclosure forms promulgated by the board and throughout term consider how any actions taken could compromise these policies. Disclose any potential conflicts of interest, including those that a Governance Unit member may have regarding any matters that may come before the Governance Unit, and abstain from discussion and voting on any matter in which the committee/task force has or may have a conflict of interest as further described in the AAAHC Conflicts of Interest Policy.

8. Respect the confidentiality of information relating to the affairs of AAAHC acquired in the course of their service as Governance Unit members, except when authorized or legally required to disclose such information.

9. Not use confidential information acquired in the course of service as a Governance Unit member for personal advantage.

10. Conduct themselves in a professional, courteous and respectful manner; Refrain from actions that might compromise the AAAHC reputation or standing in the health care community. Act in a manner to enhance and maintain the reputation of AAAHC.

11. Treat other Governance Unit members, Board members, management, staff, surveyors, and customers of AAAHC fairly and with respect.

12. Comply with all applicable laws, rules, and regulations.
13. Act in the best interests of, and fulfill their fiduciary obligations to, all AAAHC stakeholders.

14. Make available to and share with fellow Governance Unit member’s information as may be appropriate to ensure proper conduct and sound operation of AAAHC and its Board of Directors.

A Governance Unit who has concerns regarding compliance with this Code should raise those concerns with the Chair of the Board or Chair-Elect, who will determine what action shall be taken to deal with the concern. In the extremely unlikely event that a waiver of this Code for a Governance Unit member would be in the best interest of AAAHC, it must be approved by the AAAHC Board of Directors.

All Governance Unit members will annually sign a confirmation that they have read and will comply with this Code.