



CODE OF ETHICS AND STANDARDS OF CONDUCT

The National Association of State Procurement Officials, Inc. (NASPO) has adopted this Code of Ethics and these Standards of Conduct to support confidence and trust in state public procurement and the association, promote the highest level of professionalism, and further the advancement of best practices in state procurement.

It is essential to the proper conduct and operation of NASPO that members be independent and impartial and that membership not be used for private gain. Thus, the NASPO Code of Ethics and Standards of Conduct are designed as not to impede unreasonably or unnecessarily the activities of NASPO members. This code and these standards promote the objectives of protecting the integrity of the mission of NASPO and facilitating the activities of members, without creating unnecessary barriers to NASPO service.

It is hereby declared to be the policy of NASPO that no member may have any undisclosed interest, financial or otherwise, direct or indirect; engage in any business transaction or professional activity; or incur any obligation of any nature which is in substantial conflict with the proper discharge of his or her NASPO membership. It is the intent that this code and these standards shall serve as a guide for members and as a basis of continuing membership.

Code of Ethics

Members of NASPO hold their membership for the benefit of the public. NASPO expects and requires all members to abide by the letter and spirit of this code. NASPO respects the sovereignty of state members' governments and the autonomy of its members in acting on behalf of their states, as well as the contributions that life, honorary and associate members make to the association. Members should observe, in their activities, the highest standards of ethics and conduct consistent with this code and these standards, recognizing that promoting the public interest and maintaining the respect for NASPO and their governments must be of foremost concern. NASPO acknowledges that state and associate members who are state employees will not necessarily subordinate interests resulting from the members' service as public employees in their states.

NASPO members shall:

- Act in a manner that reflects positively on NASPO.
- Adhere to the highest levels of honor and integrity.
- Serve NASPO voluntarily and without compensation.
- Foster a collegial and collaborative environment within NASPO and the profession.
- Share best practices and work with other members to improve public procurement.
- Protect the privacy and security of NASPO data and information in accordance with NASPO policies and applicable federal and state laws.
- Treat all individuals in a respectful manner in accordance with federal and state laws and without regard to position, politics, religion, race, ethnicity, gender, age, sexual orientation, or ability/disability.

- Uphold the mission, vision, and values of NASPO.
- Act within the bylaws, policies, and purpose of NASPO.

Standards of Conduct

All persons affiliated with NASPO shall subscribe to the highest standards of ethical conduct in NASPO activities. "Persons affiliated with NASPO" for purposes of this policy include state, associate, honorary and life members. Particularly in matters involving the expenditure of public or NASPO funds, such persons should strive to avoid not only actual conflicts of interest but also the appearance of conflicts of interest. A conflict of interest is a transaction or relationship that presents or may present a conflict between a member's obligations to NASPO and his or her personal, business or other interests.

The following standards of conduct apply to all persons affiliated with NASPO. No member shall:

- Solicit or accept anything of value, including a gift, loan, reward, promise of future employment, favor, or service, based upon any understanding that a vote, official action, or judgment of the member would be influenced thereby.
- Accept any compensation, payment, or thing of value when such member knows, or, with the exercise of reasonable care, should know, that it was given to influence a vote or other action in which the member was expected to participate in his or her capacity as a member.
- Corruptly use or attempt to use his or her membership in NASPO to secure a special privilege, benefit, or exemption for himself, herself, or others.
- Seek or have any employment or contractual relationship individually or with any business entity doing business with NASPO, NASPO ValuePoint, or a state without disclosing such actual or potential conflict in accordance with the Conflict of Interest Policy for NASPO Members.
- Seek or have any employment or contractual relationship that will create a continuing or frequently recurring conflict between his or her private interests and his or her membership or that would impede the full and faithful discharge of his or her membership without disclosing such actual or potential conflict in accordance with the Conflict of Interest Policy for NASPO Members.
- Allow any marketing activities during NASPO events by life and honorary members who have left public employment and enter new occupations that may involve marketing services or commodities to NASPO member states, NASPO or NASPO ValuePoint, either as self-employed consultants or representatives of suppliers.

Persons affiliated with NASPO shall, upon becoming aware of any potential conflict of interest between their affiliation with the association and their personal, business or other interests, immediately recuse themselves to the extent practical from participation in association meetings, discussions, or activities affected by said conflict and follow the disclosure procedures set forth below.

A. Application to State and Associate Members

Some active or associate members may remain in public employment and, where authorized by their employers, provide consulting, training, or other services to NASPO member states, NASPO or NASPO ValuePoint, for compensation either direct or indirect. The policies referring to suppliers apply equally to those state and associate members when they are working on NASPO programs in which they have a direct or indirect business or financial interest.

B. Life Members and Honorary Members

Life or honorary membership is granted to former state or associate members who have distinguished themselves during their service to the association. Life and honorary members who participate in NASPO committees and task forces should not be excluded from any activity they would have been included in before becoming life and honorary members, unless their status as a supplier (defined below) presents a conflict with a specific activity.

While life and honorary members may not vote in State Member Business Meetings, they should be allowed to attend and may provide input when requested by the presiding officer. Their input regarding the committees and task forces on which they serve may be helpful to the Board of Directors and state members before actions are taken. They may reasonably be excluded from executive sessions.

C. NASPO Members Who Are Suppliers

Members who are suppliers to either state governments, NASPO, NASPO ValuePoint must ensure that other NASPO members are aware of their status at any NASPO events or meetings they attend. NASPO may develop an appropriate method of identifying suppliers whose status may not be known to other NASPO members.

- Definition: NASPO defines a “supplier” as an entity (for profit or not-for-profit), which is a publicly or privately held company, corporation, organization, association or individual, that provides or could provide, directly or indirectly, goods and/or services, including but not limited to consulting, research, facilitation and cooperative purchasing contracts, to state governments, NASPO, or NASPO ValuePoint in exchange for payment. Accordingly, an individual employed by or consulting to a company that provides such goods and/or services, or a company that is hired as a representative of another company that provides such goods and/or services, is a supplier. Serving as a board member of such organization identified above is considered the same as employment. Entities that market such goods and/or services to state governments, NASPO or NASPO ValuePoint (or contract with other suppliers to market such services) are suppliers.
- Exclusions: NASPO and NASPO ValuePoint staff; public and nonprofit universities and colleges; federal, state and local governmental agencies; nonprofit research organizations; affiliated teaching or training by nationally recognized, public-sector procurement or contract management organizations; and retired members who return to state employment are not suppliers under this policy. Also excluded are individuals otherwise meeting the definition of supplier except that the Board of Directors has determined that their conflict is “de minimis” in accordance with the Conflict of Interest Policy for NASPO Members.

A life or honorary member who leaves public employment and becomes a supplier may not participate in NASPO committees, task forces, or meetings without approval or request by NASPO or invitation of a committee or task force chair.

A separate but complementary policy for Exchange Participant Standards and Expectations governs the interaction of members and suppliers in relation to the NASPO Exchange Conference. Some life or honorary members may be suppliers for purpose of that policy. Where there may be a conflict, the most conservative standards of conduct govern. Friendships and social relationships, however, do not in and of themselves represent a conflict of interest.

Nothing in these standards of conduct prevents any member from responding to a question asked by another NASPO member, although the NASPO member is expected to limit the communication to comply with this policy to the extent practical.

D. Disclosure of Inadvertent Access to Information

NASPO state and associate members are expected to not discuss state solicitations in a manner where access to the information would prejudice competitive solicitations, but there may be occasional situations where access to state information (such as source selection information), or similar disclosures of NASPO or NASPO ValuePoint plans to use competitive processes, could raise the appearance of unequal access to information giving unfair, competitive advantage. Such inadvertent

access to information could occur in committee meetings, NASPO Annual or Exchange Conferences or other meetings where life and honorary members are permitted to attend by policy or as invited guests for presentations or other contributions. If a member inadvertently encounters access to sensitive information that might be considered unfair, unequal access to information, he or she shall immediately withdraw from the meeting, committee, or conversation. Consistent with any contractual or ethical limitations on disclosure of confidential information, the member shall inform the other state and associate participants (or NASPO staff when applicable to NASPO programs) of the nature of his/her business or financial interest. Upon request, the life or honorary member shall provide a summary of the information to the applicable state CPO(s) or to NASPO where NASPO interests may be prejudiced by the disclosure.

E. Reporting of Violations

Members are expected to report to NASPO headquarters, in writing, any violations of this code and these standards.

The NASPO Board of Directors shall establish procedures to investigate alleged violations of this code and these standards and to take appropriate disciplinary or correction action with respect to NASPO affiliated persons found to have violated the Code of Ethics and Standards of Conduct. The NASPO Board of Directors may limit the participation of any member, suspend or expel the member, or take other action deemed appropriate by the Board for any member's lack of adherence to this Code of Ethics and Standards of Conduct.