

## **Tampa Bay History Center**

### **Code of Ethics**

The Tampa Bay History Center (hereafter the “Center”) and its affiliated entities, the Tampa Bay History Center Historical Collections Corporation and the Tampa Bay History Center Facilities Corporation are all 501 (c) (3) nonprofit corporations. This means that each entity is required by law to operate for public rather than for private interests. In an effort to achieve the highest organizational integrity possible and ensure that its public duty takes precedence over any private interests, the Center has developed this Code of Ethics which applies to all officers, trustees, employees and volunteers. All are expected to be fully cognizant of their responsibilities under this policy adopted by the Board of Trustees.

Observance and support of this Code of Ethics are essential to the Center’s success as a public trust. Questions or comments about the Code should be directed to the President & CEO of the Center or the Chairman of the Center’s Board of Trustees.

All officers, trustees, employees and volunteers of the Center (hereafter, “the staff and board”) hold positions of trust that involve special responsibilities for promoting scholarship by collecting, preserving, and providing access to the collections in their care and in supporting the mission of the institution. In implementing the policies of the Center, the staff and board will accept and discharge their responsibilities to the best of their abilities for the benefit of the Center’s members and the public (and, in regard to the staff, consistent with the generally accepted educational principles of the library, archival, and museum professions). In all their activities with the Center, the staff and board shall act with honesty and integrity, assiduously avoiding actions that could in any way compromise them or the Center, and shall avoid any action that may create even the appearance of impropriety.

#### **Trustees**

The Board of Trustees of the Center serves in the public interest as it relates to the constituent parts of the Center and considers itself accountable to the public as well as the institution. The Board acts as the ultimate governing authority for the organization and is responsible for the formulation and maintenance of its general policies, standards, conditions, and procedures.

Trustees must be unequivocally loyal to the purposes of the Center. Each trustee must understand and respect the basic documents that provide for the Center’s establishment, character, and governance, including the articles of incorporation, bylaws, and adopted policies and procedures.

Each trustee is expected to devote time and attention to the affairs of the Center and to attempt to ensure that the Board of Trustees and the Center’s staff act in accordance with the Center’s policies and with applicable local, state and federal laws. In establishing policies or authorizing or permitting activities, trustees must assure that no policies or activities jeopardize the nonprofit status of the Center or reflect unfavorably upon it as an institution devoted to public service.

In all matters related to the Center, trustees shall act as representatives of the Board or its designated committees rather than as individuals. All actions should be taken as a board, committee, subcommittee, task force, or officer, or otherwise conform to the bylaws or applicable resolutions. Trustees may have special areas of interest within the organization, but must understand that advocacy for those interests should be advanced within the framework of the Center's interests as a whole. As per the Center's policy, the President & CEO and the Chairman are authorized as the official spokespersons for the Board and the organization.

Trustees shall maintain in confidence information learned during the course of their activities with respect to the Center when that information concerns the administration or activities of the organization and is not generally available to the public. This principle does not preclude public disclosure of information that is properly in the public domain, or information that should be released in fulfilling the institution's accountability to the public. The Board of Trustees holds the ultimate fiduciary responsibility for the Center and for the protection and nurturing of its various assets: its collections and related documentation, exhibitions and other fixed programmatic resources, physical plant, financial assets, and staff. The Board is obliged to develop and define the purposes and related policies of the institution, and to ensure that all of the organization's assets are properly and effectively used for public purposes. The Board provide adequate financial protection for all Center officials, including themselves, staff, and volunteers, so that no person will incur inequitable financial sacrifice or legal liabilities arising from the proper performance of authorized duties for the Center.

The Board shall provide the proper environment for the physical security and preservation of the collections, and shall monitor and develop the financial structure of the Center so that it continues to exist as an institution of vitality and quality.

In carrying out its duty to care for the collections, the Board shall continue to examine and update its policies regarding collections, accessioning and deaccessioning of objects, loans, and gifts. The Board shall oversee and monitor compliance with these policies by the President & CEO and the staff. The Board shall also ensure that the trustees, the President & CEO, and the staff understand and respect the restrictions, conditions, and all other circumstances associated with accessions, deaccessions, loans, or gifts. In keeping with their primary responsibility for the protection of the Center's collections, the Board should not jeopardize the collection by using it as collateral for a loan or otherwise selling or mortgaging any part of the collection in order to secure funds for operations, buildings, or expansion projects. The Board also shall assure that the use of all funds obtained from authorized deaccessioning will be designated for future acquisitions under restricted funds.

Staff and board members serve the Center and its public. They should not attempt to derive any personal material advantage or financial gain from their relationship with the Center. Trustees should use Center property only for official purposes. Trustees shall have access to the Center's collection, property, and services in a manner available to a member of the general public.

When a conflict or potential conflict of interest arises, the involved staff or board member shall disclose the conflict. Trustees and officers shall make such disclosure to the chairman of the Board of Trustees. On the event that the Board Chairman has a potential conflict, he or she shall disclose the same to the Board officers. The Center's President & CEO shall make any such a disclosure to the Chairman of the Board, who shall then determine the action that should be pursued in light of said disclosure. Individuals involved in a conflict or potential conflict of interest shall refrain from exercising any authority or influence in connection with that issue.

### **The Trustee-President & CEO Relationship**

A critical responsibility of the Board of Trustees is its relationship with the President & CEO, the institution's chief executive officer. The selection of that executive and the continued oversight of his or her activities are primarily Board responsibilities that cannot be delegated and must be diligently and thoroughly fulfilled.

Trustees have an obligation to define the rights, powers, and duties of the President & CEO. They should work with the President & CEO, who is their chief executive officer, in all administrative matters, and deal with him or her openly and with candor. Personal interactions between trustees and staff are to be expected, indeed encouraged, in the area of information sharing. Trustees should avoid giving directions to, acting on behalf of, communicating directly with, or soliciting administrative information from staff personnel, unless such actions are in accord with established procedure or the Chairman or the President & CEO are apprised. In general, trustees should direct comments, concerns, complaints, requests, directions, and observations about staff performance and the policies and operations of the Center directly to the President & CEO, and when such matters directly involve the President & CEO to the Board Chairman.

The trustees must act as a full Board in appointing or dismissing the President & CEO and the relationship between the Chairman and the Board must reflect the primacy of the institutional goals over all personal considerations. The President & CEO should attend all Board meetings and most committee meetings, except executive sessions concerning the President & CEO.

The President & CEO has an obligation to bring before the Board any matters involving policy questions not already determined; and to keep trustees informed on a timely basis about all other significant or substantial matters, or intended actions affecting the institution and/or its assets and collections.

The President & CEO must carry out the policies established by the trustees and monitor and adhere to the budget approved by the Board. Whenever it is necessary to deviate from established policies or to alter or exceed budget guidelines, the President & CEO must notify the Board or its appropriate committees in advance and request appropriate approval.

### **Employees and Volunteers**

All full and part time employees (hereafter "employees") and volunteers of the Center shall adhere to the Code of Ethics which is provided to them. Employees should also ensure that

the acts of others do not place the employee or the institution in a compromising or embarrassing position.

Final authority regarding compliance with this Code of Ethics resides with the Chairman of the Center, who has delegated responsibility for monitoring the Code to the Center's President & CEO. The Chairman will review all ethical questions involving the President & CEO. Volunteers of the organization will also abide by this Code of Ethics.

## **COLLECTIONS**

### **Acquisition and Disposal**

Stewardship of collections entails the highest public trust and carries with it the presumption of rightful ownership, permanence, care, documentation, and accessibility. The Center must weigh carefully the interests of the public for which it holds collections in trust, the donors' broadest intentions, the interests of the scholarly and cultural communities, and the institution's own financial well-being in all matters related to acquisition and disposal of Center materials. The institution shall strive to ensure that collections in its custody:

- Support its mission and public trust responsibilities;
- Are protected, secure, unencumbered, cared for, and preserved;
- Are accounted for and documented; and
- Are accessible within appropriate guidelines.

Furthermore, the Center shall make diligent efforts to ensure that:

- Acquisition and disposal of collections are handled according to procedures based on the Center's trustee-adopted collections management policies;
- Disposal of collections materials is solely for the advancement of the Center's mission through the enhancement of collections and/or the long-term preservation of items of cultural or natural significance;
- Acquisition by staff or trustee of objects that were previously a part of the Center's collections, does not occur. To prevent the appearance of a conflict of interest to the public, no gifts or sales of deaccessioned items, even at public auction, are permitted to Center staff or trustees, or their immediate families or representatives;
- Facsimiles and/or reproductions for commercial sale are produced to a standard that reflects positively on the intrinsic value of the original item; and
- The Center's policies comply with all relevant local, state and federal laws.

### **Human Remains and Culturally Sensitive Objects**

The Center is committed to the return of all human remains in its collections to the appropriate communities. Ongoing acquisitions of individually or culturally sensitive materials shall be considered on a case-by-case basis by the Collections Committee according to issues of ownership, intellectual property rights, access, privacy, and cultural constraints. The results of

this consideration shall be shared with the President & CEO and ultimately, with the Board of Trustees. The exhibition, interpretation, and publication of such materials shall be done with tact and respect for human dignity and, when possible, in consultation with the communities from which the materials originated.

### **Appraisals**

Individual staff members may not appraise items for Center trustees or committee members, lenders, other museums, or individuals for any reason. Collections staff may place a value on items acquired by or lent to the Center if the donor or lender fails to indicate an amount, but in no event for appraisal purposes. Any values shown are for internal use only, primarily to ensure the proper management of insurance, and are not to be considered an appraisal by the Center. The Center's collections staff may maintain a list of independent appraisers and may suggest, but not endorse, names upon request.

### **Conflict of Interest**

Individuals who are knowledgeable in fields related to the Center's activities can be of great assistance to the organization, but conflicts of interest or the appearance of such conflicts may arise because of these interests or activities. A potential conflict of interest exists in any situation where a person having official responsibilities for the Center is empowered to make a decision and/or take an action on behalf of the Center, or who has substantial influence over such a decision or action and who, as a result of that power, can benefit personally, directly or indirectly, either by fact or in appearance, from said decision or action.

Staff and board are expected to display loyalty to the Center in accordance with fundamental ethical principles and their professional obligations as a whole and should refrain from any activity that is or might appear to be in conflict with the Center's mission and interests. Staff and board are entitled to personal and professional independence consistent with their professional responsibilities, but must be aware that their ethical standards cannot be entirely divorced from the interests of the Center as a whole. At no time should any staff or board member knowingly misrepresent the mission, objectives, policies, programs, proceedings, or motives of the Center.

Staff and board must not knowingly compete with the Center in collecting. Staff and board may not take advantage of or enable others to take advantage of privileged information obtained as a result of his/her position for furthering personal interest or gain.

To avoid conflict of interests or the appearance thereof, staff and board members of the Center may not purchase or acquire excess equipment inventory from the Center, except when sale of surplus materials is authorized by the President & CEO. The use of Center equipment, materials, and other resources for personal business is generally discouraged and in approved instances may proceed only if reimbursement is provided.

Staff bidding in telephone and online auctions such as eBay should notify the appropriate division head regarding prospective bidding on items within Center's collecting areas. This will eliminate questions of conflict-of-interest acquisitions on the part of the employee and also remove a possible situation in which the employee and Center could unknowingly be

bidding against each other. With the approval of the President & CEO, the employee will be allowed to bid on the items.

Occasionally an employee may be asked to serve in a professional capacity on boards or commissions. Such service should be reported in writing to and approved by the President & CEO before the employee commits to serve and any such service shall occur on the employee's personal time, except where the service relates to a professional organization that furthers Center's mission. Furthermore, such service shall neither impair the employee's ability to act with total objectivity regarding Center interests or interfere with job performance.

Conflicts of interest may include but are not limited to:

- Investments, or outside interests, in any individual or organization that supplies to or purchases from the Center;
- Outside employment, such as practicing a profession, acting as a consultant or a business enterprise that supplies to or purchases from the Center;
- Use of proprietary information of the Center for personal gain or in discharging any responsibilities for either personal gain or in another volunteer capacity;
- Personal benefits exceeding \$50 in value, including gifts, favors, services or hospitality, either solicited or accepted from any organization or individual that supplies to or purchases from the Center;
- Appropriating for personal gain, or for the benefit of another institution to which the individual has a fiduciary responsibility, a business opportunity that may be of interest to the Center where knowledge of such opportunity is obtained in the course of the individual fulfilling his/her responsibilities as a staff or board member;
- Collecting objects of a type collected by the Center by staff or board members, a member of his/her family, or a close associate in a manner that competes with the Center's interests in acquiring such objects;
- Trustees expecting staff assistance for personal needs to an extent greater than that available to a member of the general public in similar circumstances with similar needs.

### **Ownership of Scholarly Materials**

Publications, lectures, manuscripts, and all other materials prepared by an employee within the scope of employment at the Center and/or any scholarly works produced as a result of financial support from the Center are the sole property of the Center except as authorized in writing by the President & CEO. Employees must also first confer with the President & CEO before agreeing to author, as a private individual, any publication that substantially draws upon materials prepared in the scope of employment with the Center.

## **Personal Collecting**

If an employee purchases an object that falls within the Center's collecting areas, the employee must disclose the purchase to the President & CEO. If within thirty days, the Center expresses interest therein, the employee must disclose the purchase price and provide a description of the object to the appropriate curatorial staff member and the chair of the appropriate trustee committee. The Center may acquire the object at the price paid by the employee for up to six months after initial disclosure; however, it must notify the employee of its intention to do so within sixty days after receipt of notice from the employee. This policy excludes the purchase of books and materials relating to the history of Tampa, "Historic Hillsborough County" and the surrounding region that are readily available on the open market as well as objects inherited or received as gifts.

Staff and board members and their immediate families may not purchase objects deaccessioned from the Center's collections or trade objects from their personal collections for objects from the Center's collections.

Staff and board members may not store personal collections on Center property or cause research on personal collections to be done on Center time unless the research is in conjunction with a Center-sponsored project or has been approved by the President & CEO.

## **Dealing**

Employees may not deal (buy and sell objects for profit on a regular basis) in historical artifacts, books, papers, or other materials within the scope of the Center's collections; act on behalf of a dealer; accept outside employment from a dealer; or retain interest in a dealership with interests in these same areas.

## **Gifts**

To avoid the appearance of unethical or compromising practices in relationships with suppliers, contractors, and other businesses, staff and board of the Center are prohibited from soliciting or accepting money, loans, credits, discounts, favors, entertainment, meals, lodging, or trips from present or potential suppliers and businesses.

Staff and board member are also expected to encourage family and/or household members to avoid such potential conflicts and to notify the Center's President & CEO when the potential for such conflicts of interest on the part of family or household members arises.

Employees of the Center may:

- Accept an occasional gift of a value less than \$50 as long as this will not impair their judgment or otherwise influence their decision making; and
- Accept meals and entertainment while promoting the Center's interests on official business.

## **Outside Employment**

Any employee of the Center engaged in or considering seeking outside employment for pay must disclose such employment in writing immediately to the President & CEO for a determination whether the outside employment or proposed activity constitutes a conflict of

interest. Outside employment of any kind must not impair the employee's ability to execute their duties and responsibilities at the Center in an appropriate and professional manner. All approved outside employment shall be carried out on the employee's personal time and shall not make use of the facilities, equipment, or services of the Center unless approved in advance by the President & CEO.

### **Political Activities**

The Center recognizes that employees may have a personal interest in the decisions and policies of government. Because the Center from time to time receives local, state, and federal funding, employees must be careful to keep their interests and any political activities separate from work.

Listed below are examples of permissible political activities provided they are done on an individual basis rather than on behalf of the Center:

- Voluntary contributions to political parties, causes or candidates;
- Expression of individual opinions on political subjects and candidates;
- Membership in a political party and participation in party affairs; and
- Solicitation of votes in support of or in opposition to a candidate or issue provided it is not during work hours and is not done on Center property.

Listed below are examples of activities that are not permissible:

- Engagement in any form of political activities on behalf of the Center;
- Use of Center property, materials, supplies, or equipment in connection with partisan political activity; and
- Engagement in any form of political activities as an individual, rather than on behalf of the Center while on official duty.

These examples serve as non-inclusive guidelines. Employees are encouraged to talk to their supervisors about any activities about which they have a question.

(It should be noted that the Center derives a significant portion of its operating revenue from special event rentals. From time to time, these events may be political in nature. It is imperative that Center employees ensure fair and equal treatment is given to all parties, groups, etc. with respect to pricing and service for these special events.)

Employees of the Center may wish to express opinions to people outside the workplace about proposals, legislation, or other political issues. Occasionally, these opinions may be expressed on behalf of other organizations to which the employee belongs. In such instances, the guidelines below should be followed:

- Opinions should be clearly identified as being independent or personal in nature and not representative of the position or policy of the Center;
- Written opinions must not be on Center letterhead;
- Preparation of such statements must be on the employee's own time, using the employee's own equipment and materials;
- Center operations must not be negatively affected; and

- These activities should be governed by discretion and the utmost attention to professional ethics.

Approved by the Board of Trustees, April 17, 2013