

Approved January 23, 2012, revised January 15, 2013 and February 5, 2014

The Research Foundation for The State University of New York Code of Conduct

Table of Contents

President’s Letter	3
Statement of Ethical Conduct	4
Who is Covered?	5
Using the Code of Conduct	5
Importance of Compliance	5
Raising Concerns and Reporting Violations.....	6
Non-Retaliation Policy.....	7
What We Expect of Our Employees.....	7
General Information on Ethical Issues.....	14
Contact Information – Consider Your Actions and Ask for Guidance	22
Acknowledge the Code of Conduct:	22
RF Vision, Mission, and Values	23

President's Letter

Dear Colleagues:

Integrity, accountability and ethical behavior are key RF values fundamental to effectively executing the important work of The Research Foundation for The State University of New York ("RF"). Our obligation to the public trust is critical to fulfilling our mission to serve SUNY.

The RF's Code of Conduct ("the Code") contains ten simple management expectations that provide a standard of conduct for all RF employees and all who conduct business with the RF. It is the playbook for compliance with laws and ethical practices. The Code works in tandem with RF policies governing [conflicts of interest](#), [gifts to employees from non-RF sources](#), [nepotism](#), and [fraud](#) to ensure compliance in our often complex working environment. You can review all RF policies and procedures on the RF website.

Please review the Code in its entirety, as you will be asked to certify that you have read it and acknowledge that you are bound by its terms. Should you have any questions, please consult your supervisor, Operations Manager, or the Office of Compliance Services.

Our collective commitment to the highest ethical standards starts with each employee's complete review and understanding of the RF Code of Conduct.

Thank you,

A handwritten signature in blue ink that reads "Jeff M. Cheek". The signature is written in a cursive style with a large initial "J".

Jeff M. Cheek, Ph.D.
President

Statement of Ethical Conduct

The RF strives to uphold the highest ethical standards in all of its operations; promotes professional conduct among its employees and anyone acting on behalf of the RF; values a working environment where behavior is based on mutual respect, fairness, and integrity; and ensures a level of accountability appropriate for a world-class organization and consistent with basic rules of corporate governance and behavior and the standards outlined in Section 74 of the New York State Public Officers Law.

Who is Covered?

This Code of Conduct covers RF Board members; officers; appointed officers, including the Executive Vice President and Operations Managers; SUNY faculty, in their capacity as principal investigators or Research Foundation representatives; technology transfer directors; sponsored program office directors or equivalent; senior vice presidents, vice presidents; senior directors; directors; assistant vice presidents; employees; any person representing or acting on behalf of the RF; and any person who is in a significant decision-making capacity with respect to the professional, technical, or scientific aspects of a program or project conducted or administered through the RF.

Using the Code of Conduct

The Code of Conduct provides general information for handling legal and ethical questions. Everyone subject to this Code of Conduct must obey the law and act ethically. Employees must comply with RF policies, procedures and guidelines. Employees who work in specialized areas, such as sponsored programs, procurement, or finance, must also comply with additional functional policies, procedures, and guidelines.

There are no shortcuts or automatic answers for the choices we have to make in business today and no single set of guidelines or policies can provide the absolute last word for all situations. RF employees must think about their conduct and ask for help when needed.

Importance of Compliance

It is our policy to comply with all laws and regulations that apply to its business. As you carry out RF business, you may come across a mixture of laws and legal issues, including those in the areas described below. If you have questions on specific laws or regulations, contact RF Office of General Counsel and Secretary. Penalties for failure to comply with laws

are severe and can result in fines, lawsuits, loss of business privileges and, in some cases, imprisonment of individuals.

If you have any questions about interpreting or applying the Code of Conduct—or any other RF policies, directives, or guidelines—it is your responsibility to consult your manager, your Operations Manager, RF Office of General Counsel and Secretary, or the Compliance Office.

A violation of any RF policy or guideline can result in disciplinary action, including dismissal.

Keep the Code with you and refer to it often. Stay current with your ethics training. When you have questions, ask for guidance.

Raising Concerns and Reporting Violations

If you know of, or have good reason to suspect, an unlawful or unethical situation or believe you are a victim of prohibited workplace conduct, immediately report the matter through any of the following communication channels:

- Your supervisor or manager
- Your campus RF human resources office
- [Your operations and deputy operations managers](#)
- Your local human resources office
- [RF Compliance Office](#)
- [RF Corporate Human Resources](#)
- [RF Office of Internal Audit](#)
- [RF Office of General Counsel and Secretary](#)

Please also note that the RF has an [Ethics Hotline](#), which you can access online at <https://www.compliance-helpline.com/rfsuny.jsp> or by calling: 800-670-7225. You will have the option to remain anonymous.

Non-Retaliation Policy

The RF will promptly review your report of unlawful or unethical conduct and will not tolerate threats or acts of retaliation against you for making that report.

It is a violation of the Code to knowingly make a false accusation, lie to investigators, or interfere or refuse to cooperate with a Code investigation.

What We Expect of Our Employees

The RF holds itself and RF representatives, vendors, contractors, and anyone doing business with the RF to the following principles:

- Act Ethically and with Integrity.
- Be Fair and Respectful to Others.
- Manage Responsibly.
- Protect and Preserve RF Resources.
- Promote a Culture of Compliance.
- Ethically Carry Out Sponsored Research Administration and Research.
- Avoid Conflicts of Interest, and Conflicts of Commitment.
- Carefully Manage Public, Private, and Confidential Information.
- Promote Health and Safety in the Workplace.

- Follow the Law.

We all want to do what is right for ourselves and for the Research Foundation. By acting with integrity, we reflect positively on the values and reputation of the RF and the campuses we serve.

Act Ethically and with Integrity

- Ethical conduct is a basic expectation. Acting ethically means we must:
 - act according to the highest ethical and professional standards of conduct;
 - take personal responsibility for our actions;
 - take our obligations to co-workers, The RF, and SUNY seriously;
 - carefully perform RF responsibilities; and
 - lead by example to show others the right way to act.

Be Fair and Respectful to Others

- At the RF, we are committed to tolerance, diversity, and respect for differences. Always:
 - be polite, fair, and respectful;
 - be honest;
 - avoid all forms of harassment, discrimination, threats, or violence;
 - offer equal access to programs, facilities, and employment; and
 - promote conflict resolution.

Manage Responsibly

- The RF gives managers and supervisors a lot of responsibility. Managers and supervisors must:
 - provide training on workplace rules, policies, and procedures, including this Code;
 - ensure compliance with laws and policies;

- fairly and carefully review performance;
- encourage intellectual and professional growth; and
- promote a healthy environment that allows people to raise concerns.

*Managers should model appropriate conduct **at all times.***

Protect and Preserve RF Resources

- The resources of the Research Foundation include intellectual property, physical security, equipment and facilities, networks, and employee data. We are all expected to:
 - use RF property and other resources only for legitimate and lawful purposes;
 - prevent waste and abuse;
 - support efficiency;
 - follow strong financial practices;
 - protect assets;
 - use responsible financial controls and accounting systems; and
 - properly monitor activities.

Promote a Culture of Compliance

- We are committed to meeting legal requirements and promoting ethics and compliance. RF employees are expected to:
 - follow the laws, regulations, policies, procedures, and contracts applicable to RF activities;
 - follow any applicable SUNY or campus policies and procedures required to support sponsored program activity;

- work to prevent and detect any compliance violations;
- report suspected violations to supervisors or other RF officials or through the Ethics Hotline; and
- ensure that reports of violations within your area of responsibility are properly resolved, including disclosure to sponsors or other state or federal authorities as appropriate.

Ethically Carry Out Sponsored Research Administration and Research

- Each of us has an ethical obligation to the RF, to SUNY and to the public. We are expected to:
 - propose, carry out, and detail research with integrity and honesty;
 - protect people, including their privacy involved in research and teaching
 - humanely treat animals involved in research;
 - learn your responsibilities and be accountable for meeting the requirements of sponsors, regulatory bodies, and other applicable entities;
 - submit accurate research findings;
 - protect intellectual property;
 - ensure originality of work, provide credit for the ideas of others, and be responsible for the accuracy and fairness of information published; and
 - honestly assign authorship credit on the basis of an appropriate array of significant intellectual contributions, including: conception, design, and performance; analysis and interpretation; and manuscript preparation and critical editing for intellectual content.

Avoid Conflicts of Interest and Conflicts of Commitment

- It is important to be objective and independent in making decisions on behalf of the RF. To ensure this objectivity, each of us is expected to:
 - follow the RF's Conflict of Interest policies and procedures and avoid actual individual or institutional conflicts of interest and conflicts of commitment;
 - disclose potential conflicts of interest and adhere to any management plans created to remove or reduce any conflicts of interest; and
 - make sure personal relationships do not interfere with independent judgment in official RF decisions or activities.

Carefully Manage Public, Private, and Confidential Information

- Federal and state law and RF policy govern the public's right to access RF information. You may create or have access to many types of information – some of which may be confidential or otherwise protected from disclosure. We are all expected to:
 - follow laws and RF policies and agreements regarding access, use, protection, disclosure, retention, and disposal of public, private, and confidential information;
 - follow document preservation and retention guidelines; and
 - follow the RF's Confidential Information Policy and User Security Policy to maintain data security and use electronic and physical safeguards.

Promote Health and Safety in the Workplace

- To promote a safe, secure, and healthy environment for all employees, SUNY employees, students, faculty, staff, volunteers, and visitors, each of us is expected to:
 - follow safe workplace practices, use personal safety equipment, and report accidents, injuries, and unsafe situations;
 - maintain security;
 - report suspicious activities; and
 - protect the environment, including carefully handling hazardous waste and other potentially harmful agents, materials, or conditions.

Follow the Law

- We all must comply with federal, state, and local Laws and all RF policies, procedures, and guidelines.

Integrity Tip

If ever in doubt about a course of conduct, ask yourself:

- *Is it honest?*
- *Is it consistent with the Code?*
- *Is it ethical?*
- *Is it legal?*
- *Do I feel comfortable with the decision?*
- *Will it reflect well on my colleagues, RF, the SUNY, and me?*
- *Would I want to read about it in the newspaper?*

**If the answer to any of these questions is no, don't do it.*

General Information on Ethical Issues

Statement on Conflicts of Interest

All individuals governed by this Code of Conduct hold positions of trust and must act appropriately. Everyone must follow the RF's Conflict of Interest Policy and report actual or potential conflicts of interest in accordance with that policy.

Ask yourself...

Could my personal interests interfere with those of the company?

Might it appear that way to others, either inside or outside of the company?

Statement on Fraud

Individuals governed by this Code of Conduct must comply with the RF's Fraud and Whistleblower Policy and report any actual or suspected irregularity in accordance with that policy.

Statement on Misconduct in Science

If you are involved in research, you should conduct research in a manner consistent with commonly accepted research practices within the scientific community. Research misconduct includes fabrication, falsification, plagiarism, or other practices that seriously deviate from research practice commonly accepted within the scientific community, but do not include honest misinterpretations or misjudgment of data.

You should abide by the specific Misconduct in Science or Research Misconduct policies in effect at their campus location.

Making Commitments and Obtaining Approvals

The RF has policies to protect its assets and maintain appropriate controls to run its business effectively. These policies authorize the limited delegation of authority for entering into contract terms and other actions.

Commitments outside of the RF's policies and processes, delegation limits or without appropriate approvals are not allowed.

Examples of Company Assets

Company money • Employees' time and work product • Computer Systems and software • Telephones • Wireless Communication Devices • Photocopiers • Company Vehicles • Proprietary Information • Company Trademarks

Reporting, Recording and Retaining Information

Any record or report submitted to the RF or others on behalf of the RF must be completed accurately.

Do not make misrepresentations or dishonest or misleading statements to anyone. If you believe that someone may have misunderstood you, promptly correct the misunderstanding. Reporting inaccurate or incomplete information or reporting information in a way that is intended to mislead or misinform is not allowed. In certain circumstances, there may be an obligation to update or amend prior submissions to ensure their continued accuracy.

In order for the RF to conduct investigations and reviews, the help and cooperation of RF employees and representatives is critical. You must fully cooperate with all authorized internal investigations and reviews, and promptly, completely, and truthfully comply with all internal requests for information, including interviews and documents, during the course of such an investigation or review.

The following are some examples of dishonest reporting:

- Submitting an expense account for reimbursement of business expenses not actually incurred or misrepresenting the nature of expenses claimed;
- Failing to properly record time worked;

- For those eligible for overtime, falsifying or failing to record all hours worked, including all overtime hours;
- Providing inaccurate or incomplete information to RF management, RF Office of Internal Audit, RF Office of General Counsel and Secretary, or RF Compliance Office during an internal investigation, audit or other review or to organizations and people outside the RF, such as external auditors; or
- Making false or misleading statements in external financial reports, environmental reports, import/export documentation, or other documents submitted to or maintained for government agencies.

Retaining Records

Employees must file and dispose of records and documents pursuant to RF policy. The record retention policies apply to information in any form, including both hard copy and electronic records such as email. Information should be disposed of as soon as possible after the retention period has expired, unless it is subject to a document retention order issued by the RF Office of General Counsel and Secretary or SUNY Counsel.

Working with Suppliers

In deciding among competing suppliers, the RF weighs the facts impartially to determine the best supplier. As an RF employee or representative, you should do so whether you are in a procurement job or any other part of the business—and regardless of whether it is a large or small purchase.

Never exert or attempt to exert influence to obtain special treatment for a particular supplier. Even appearing to do so can undermine the integrity of established procedures.

Integrity Tip

It is important that suppliers competing for the RF's business have confidence in the integrity of the RF's selection process. Be sure to review and follow RF procurement policies and procedures and provide all suppliers with the same opportunities and information. If you are unsure of the reliability of the selection process, you should ask yourself:

- *Is the person you are doing business with a former RF employee?*
- *Is the contact person for the organization you are doing business with a former RF employee?*
- *Is the person you are doing business with a close friend or relative of you or other current RF employees?*

If the answer to any one of these questions is “yes”, you should contact your operations manager or the Compliance Office prior to any involvement in the RF's consideration of that supplier.

Lobbying

Any contact with government officials or employees for the purpose of influencing legislation or rule making, including activity in connection with marketing or procurement matters, may be considered lobbying. In addition, under some laws, lobbying includes normal marketing and sales activities unrelated to legislation or rule making. As RF representatives, we are all responsible for knowing and adhering to all relevant lobbying and associated gift laws, including all reporting requirements.

You must obtain prior approval from RF Government Relations and advice from the RF Counsel to lobby or authorize anyone else (for example, a consultant, agent, or RF business partner) to lobby on the RF's behalf—including when lobbying is limited to normal marketing and sales activities.

Political Activity

Political campaigning is not allowed on RF property, and the RF cannot make any corporate political contributions. However, the RF may encourage public officials to make non-partisan visits to RF locations, to better understand our work and our views on public policy issues.

International Trade Compliance

Exports

In our global business, regardless of your work assignment or location, your actions may have export compliance implications. The RF's services and technology are subject to both U.S. and non-U.S. export laws and regulations. Before RF services and technology can be exported, re-exported, or delivered anywhere, the RF must validate that it has the authorization to export under U.S. export regulations and any applicable non-U.S. laws and regulations.

Export laws and regulations may affect transactions, including: intercompany transactions; in-country transfers of technology to recipients who are not citizens or permanent residents (e.g., where the recipient is a non-U.S. person located in the U.S.); transactions with third parties, including suppliers and original equipment manufacturers; use of RF business partners, alliance partners or agents to provide a service; and any relationship where the RF will be involved with the export, re-export, or delivery of products, services, and technology anywhere in the world.

Export laws and regulations also cover:

- Electronic transfers of, and remote access to, software or technology;
- Provision of services over a network, including e-business and e-services;
- Design, development and delivery of hardware, software and solutions;
- Travel outside the U.S. with technology covered by applicable export control regulations;

- Providing technical specifications and performance requirements to suppliers;
- Disclosures of RF technology to recipients that are not citizens or permanent residents of the country (e.g., where the recipient is a non-U.S. person located in the U.S.); and
- The transfer of personal knowledge (technical assistance) outside the U.S. or country of residency.

Imports

The RF must comply with all import laws, regulations and requirements when engaging in international trade or business. This includes compliance with obligations made to government agencies when participating in supply chain security and other trusted partnership programs. Because of the continued globalization of the RF's business, there are many situations, some of them very subtle, in which your role or work may have import implications.

In addition to the cross-border movement of physical items, there may be import implications resulting from other activities, such as:

- Change in manufacturing location, processes, or source of supply;
- Client activity requiring cross-border delivery;
- Cross-border shipment of marketing samples or prototypes;
- Calculation of product intercompany prices for sales to an RF location in another country;
- Determination of product country of origin; and
- Maintenance of accurate data and records for product inventory, sales, and shipment.

The RF Office of General Counsel and Secretary can help answer questions about the RF's import and export control requirements. Contact the RF Office of General Counsel and Secretary for more information.

Anti-boycott

The RF may not follow or support a foreign country's boycott of a country that is friendly to the United States. Be aware that a foreign country or an entity associated with the country could require boycott participation in a bid invitation, purchase order or contract, letter of credit, orally in connection with a transaction or in a number of other ways. The RF is required to report any request to support a boycott to the U.S. Government. Examples of improper boycott requests include requests that we refuse to do business with a certain country, its citizens, or with certain companies who do business with the boycotted country. Requests that the RF provide information about activities in a boycotted country, implement letters of credit with boycott conditions, or issue negative certifications of origin, also require legal scrutiny. If you hear of or receive boycott-related requests, you must contact your manager. Any questions related to anti-boycott provisions should be referred to the RF Office of General Counsel and Secretary.

Speaking Publicly and Social Media

When you speak out on public issues or in a public forum, including social media like Facebook or Twitter, you do so as an individual and you should not give the appearance of speaking or acting on the RF's behalf without prior approval.

External Inquiries and Contacts

Journalists, consultants, and others monitor the RF's business activities. You should not communicate with these individuals or groups on behalf of the RF by contacting them or responding to their inquiries, whether online (including social media), by telephone, or otherwise, without specific authorization. Use the following guidelines for external inquiries and contacts:

- Reporters should be referred to the RF Office of External Relations;

- Attorneys or law enforcement officials should be referred to the RF Office of General Counsel and Secretary;
- Auditors should be referred to the RF Office of Internal Audit;
- Individuals seeking information under the Freedom of Information Law should be referred to the RF Records Access Officer; and
- Government officials should be referred to RF Government Relations.

Contact Information – Consider Your Actions and Ask for Guidance

Where to Go for Help

If you have questions, you can seek guidance from any of the following at the RF:

- Your supervisor
- Your campus RF human resources office
- [Your operations and deputy operations managers](#)
- [RF Compliance Office](#)
- [RF Office of Internal Audit](#)
- [RF Office of General Counsel and Secretary](#)
- [RF Government Relations](#)

Acknowledge the Code of Conduct:

If you need to certify the Code of Conduct, please use the link below to access the acknowledgment form.

[Code of Conduct Acknowledgment Form](#)

RF Vision, Mission, and Values

Vision

The RF will be the best-in-class partner, as it:

- delivers high quality, focused, and efficient service to faculty and staff, sponsors, and the SUNY research community;
- provides an environment that facilitates sponsored program collaboration - among SUNY campuses and with the public and private sectors; and
- Capitalizes on the scope, scale, and diversity of SUNY as an engine of New York State's innovation economy.

Mission

The RF works with the academic and business leadership of campuses to support research and discovery at SUNY through efficient and skillful administration of sponsored projects and adept transfer and sharing of intellectual property for public benefit and economic growth.

Values

In carrying out its mission, the RF values:

- people, community, and collaboration;
- the academic environment and individual campus missions;
- integrity and ethical behavior;
- flexibility, adaptability, and innovation;
- quality and efficiency; and
- accountability and transparency.