

IWIRC CODE OF CONDUCT AND ETHICS

IWIRC is the premier networking organization devoted to enhancing the professional status of women in insolvency and restructuring. The promise of IWIRC's brand includes networking and connections between members, high value events, personal and professional development opportunities, and the women-centered perspective of IWIRC. The following Code of Conduct and Ethics ("**Code**") is designed to allow IWIRC to preserve its long tradition of integrity and credibility with its members, the public and within the insolvency community. The Code applies to all members of the IWIRC board of directors (the "**Board**"), members of the advisory council (the "**Advisory Council**"), the Administrative Director and all its employees (permanent full-time, hourly, fixed term contract, permanent part-time, etc.)(the "Contactor").

Violations of the Code and relevant policies can result in disciplinary action up to and including termination or removal from the Board. In some cases, IWIRC may report a violation to the relevant authorities.

The Code is organized into categories, as follows:

Conduct

1. Always act with fairness, honesty, integrity and openness; respect the opinions of other and treat all with equality and dignity without regard to gender, gender identity, gender expression, family status, source of income, race, color, ancestry, place of origin, political beliefs, religion, marital status, disability, age, or sexualorientation.
2. Promote the mission and objectives of IWIRC in all dealings with members, the public, or other insolvency organizations on behalf of IWIRC.
3. Provide a positive and valued experience for those participating in events within and outside IWIRC.

Accountability

1. Act with honesty and integrity and in accordance with any professional standards and/or governing laws and legislation that have application to the responsibilities you perform for or on behalf of IWIRC.
2. Comply with both the letter and the spirit of any training and orientation provided to you by IWIRC in connection with those responsibilities.
3. Adhere to the policies and procedures of IWIRC and support the decisions and directions of the executive committee of the Board ("**Executive**") and its delegated authority.
4. Take responsibility for your actions and decisions. Follow reporting lines to facilitate the effective resolution of problems. Ensure that you do not exceed the authority of your position.

Conflict of Interest

Conflict of interest arises when a person participates in a decision about a matter (including any contract or arrangement of employment, or provision of goods and services) which may benefit or *be seen to* benefit that person because of his/her direct or indirect monetary or financial interests affected by or involved in that matter. IWIRC has developed a comprehensive Conflict of Interest Policy, which is incorporated by reference into this Code.

Confidentiality

1. Respect and maintain the confidentiality of information gained as a member of the Board, Advisory Council, Executive or Contractor, including, but not limited to, all computer software and files, IWIRC financial information, business documents and printouts, and all membership, sponsor and supporter records.
2. Respect and maintain the confidentiality of individual personal information about individuals gained through your role with IWIRC.

Whistleblower

IWIRC wishes to enable and encourage members of the Board and the Advisory Council, Contractor, members and others to raise serious concerns internally so that IWIRC can address and correct inappropriate conduct and actions. It is the responsibility of all Board members, the Executive, Contractor and members to report concerns about violations of IWIRC's Code or suspected violations of law or regulations that govern IWIRC's operations.

It is contrary to the values of IWIRC for anyone to retaliate against any member of the Board or Advisory Council, Executive, Contractor or member who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of IWIRC. A member of the Board or Advisory Council, Executive, Contractor or member who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination.

IWIRC has an open-door policy and suggests that members share their questions, concerns, suggestions or complaints with their Network Chair. If you are not comfortable speaking with your Network Chair or you are not satisfied with their response, you are encouraged to speak with the Vice Chair of IWIRC, the Administrative Director, or a Board member. IWIRC members are required to report complaints or concerns about suspected ethical and legal violations in writing to IWIRC's Vice Chair, who has the responsibility to investigate all reported complaints. The Current Vice Chair of IWIRC will be the Compliance Officer, who is responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The Compliance Officer will advise the Administrative Director and/or the Board of all complaints and their resolution and will report at least annually to the Finance Director and Vice Finance Director on compliance activity relating to accounting or alleged financial improprieties.

Respectful Conduct

IWIRC recognizes that people are most productive in an atmosphere of mutual trust, support and respect. IWIRC strives to maintain a respectful environment by promoting a common understanding of conduct considered appropriate in a workplace or professional setting. Bullying, harassment (in all its forms) and discrimination are examples of inappropriate conduct and will not be tolerated. If inappropriate conduct is allowed to persist, over time, an unhealthy environment

may be created.

Following are some examples of behaviors that help maintain a respectful environment:

- Being polite, courteous and respectful of others
- Treating others equitably and fairly
- Listening to what others have to say
- Being open-minded to others' ideas, comments and suggestions
- Involving the appropriate people in planning, decision-making and implementing initiatives
- Valuing diversity among members of your work group and those with whom you interact in the workplace
- If you think something you said or did may have offended someone, approaching them and apologizing

The Administrative Director and Compliance Officer will provide internal direction on the order of escalation for concerns relating to inappropriate conduct. Complaints about inappropriate conduct as between employees of the Contractor shall be reported to the Compliance Officer. Complaints about inappropriate conduct involving the Administrative Director shall be reported to the Chair of the Board.

Implementation

Strict observance of the Code is fundamental to the activity and reputation of IWIRC. It is essential that all Board members, Advisory Council members, and Contractors adhere to this Code. They will certify this by signing a Declaration that they have read and will abide by this Code for the duration of their role with IWIRC.

Code of Conduct and Ethics declaration

I, Contractor/Board Member/ Advisory Council Member - please print), have read, understand and agree to abide by the Code of Conduct and Ethics and I understand that such adherence is a condition of Board membership or Advisory Council membership, or my role as a Contractor. I understand that a violation of the Code of Conduct and Ethics may be grounds for termination as a Board member, Advisory Council member or in the case of the Contractor or an employee thereof, immediate dismissal for just cause without notice or pay in lieu of notice, or termination of the Contractor's contract, as the case may be.

Signed this _____ day of _____, _____ .

(Board member /Advisory Council member/ Contractor)

Approved October 13, 2020 effective as of January 1, 2021

