



**Pennsylvania Academy of the Fine Arts
Code of Ethics for all Trustees, Employees, and Volunteers
June 2010**

I. Guiding Principles

The collections, facilities, and assets of the Pennsylvania Academy of the Fine Arts (PAFA) are held in the public trust and for the public's benefit. PAFA's activities are guided by its mission:

The Pennsylvania Academy of the Fine Arts (PAFA) is a national leader in fine arts education that brings together artists and the public through exceptional teaching programs, a world-class collection of American art, major exhibitions, and widely accessible public programs.

All members of the PAFA community—Trustees, Employees, and Volunteers--will strive faithfully to fulfill this mission. Where actual or perceived conflicts arise, Trustees, Employees, and Volunteers alike shall act to serve the best interests of PAFA and the public it serves rather than seek personal gain. All conflicts or interest, real or perceived, shall be disclosed by Trustees to the Chair of the Board of Trustees, and by Employees and Volunteers to the President.

PAFA shall maintain the highest standards of public accountability and transparency, and shall comply with its Charter and Bylaws, as well as the professional standards of the American Association of Museums, the Association of Art Museum Directors, Middle States, and other accrediting and professional bodies of its Museum and School of Fine Arts. It shall also comply with all applicable local, state, and national laws.

In order to ensure that PAFA maintains the highest legal and ethical standards, Trustees, Employees, and Volunteers are encouraged to report real or perceived lapses in those standards to the President or Chair of the Board of Trustees. In the event that those positions of authority are perceived to be engaged in illegal or unethical practices, Trustees, Employees, and Volunteers should report such lapses to the appropriate legal or accrediting authorities.

PAFA shall strive to serve the broadest possible constituents, regardless of their economic, social, religious, ethnic, or other background. Employees and volunteers shall work to create a working and public environment in which diverse audience members are afforded opportunities for fine arts education.

II. Ethical Duties

All Trustees, Employees, and Volunteers of the Pennsylvania Academy of the Fine Arts accept the following ethical duties:

Loyalty to PAFA's mission above personal interest.

Due diligence in the stewardship and expenditure of PAFA's resources, since those resources are held in the public trust and many of them have been earned or contributed with the faith of donors and the public that they will be used and expended for purposes consistent with PAFA's educational mission.

Avoidance of Conflict of Interest, real or perceived. In all actions, statements, and decisions, Trustees, Employees, and Volunteers shall place PAFA's interests above their personal and business interests. In the event of a conflict of interest, a Trustee, Employee, or Volunteer must disclose that conflict and refrain from participation in discussion, negotiation, and vote related to that matter or relationship.

Transparency—PAFA's Trustees, Employees, and Volunteers shall disclose its activities accurately and completely in compliance with all legal and ethical requirements such as the IRS Form 990.

Accountability—PAFA's Trustees, Employees, and Volunteers shall be held accountable for the fulfillment of its mission and any lapses in following its policies and standard practices.

Confidentiality—PAFA Trustees, Employees, and Volunteers shall not disclose any confidential information to anyone outside the scope of their duties. Confidential information includes, but is not limited to, information related to security arrangements; the appraised value of works of art in the collection or on loan; the amount paid for the acquisition of artworks; information about other Trustees, Employees, or Volunteers; the names of anonymous donors or lenders; the terms of gifts or contracts; the terms of contracts between PAFA and other institutions; any minutes or documents distributed at or in connection with meetings; and discussions that occur at meetings.

III. Governance Authority and Responsibility

Responsibility for PAFA's governance ultimately rests with its Board of Trustees. The Board has fiduciary responsibility for the Museum and its various assets and programs, including collections, facilities, financial assets, staff, programs, and intangibles such as its reputation and brand. The Board bears the responsibility of adopting and overseeing PAFA's strategic plans, policies, and procedures that ensure that its mission is fulfilled. At all times, PAFA's Board shall act in a manner consistent with its fiduciary and ethical responsibilities as outlined in this Code of Ethics. The Board shall maintain a relationship with Staff and other Volunteers in which shared roles are recognized and

separate responsibilities respected. In all their policies, procedures, and actions, Board members shall seek to advance PAFA's mission and not seek personal gain.

Trustees are encouraged to support other non-profit organizations. While such affiliations are anticipated to lead to partnerships and collaborations, PAFA's interests should never be compromised in seeking such opportunities.

In the event that PAFA Trustees own or work for businesses or serve on the Boards of companies that provide services or products to PAFA, those conflicts must be disclosed annually. The Governance Committee shall review such disclosures at least annually and make recommendations to the Board of Trustees as to whether such conflicts impair a Trustee's ability to fulfill the ethical duties of service to PAFA.

Trustees shall not be dealers of American fine art, as their commercial interests may be or perceived to be in conflict with service to PAFA's mission.

Trustees may not accept gifts, except for insubstantial tokens, in the course of their service to PAFA that create conflicts or perceived conflicts.

Approval by the Collections Committee and Board of Trustees of the loan of works of art to other institutions shall be made in accordance with PAFA's established loan policies and procedures, and never to garner personal favor or gain.

Trustees are encouraged to collect American art and to share their collections with PAFA, both through loans and gifts of artwork. However, they shall not place their collecting interests ahead of PAFA's and shall not compete with PAFA's collecting activities at auction or in the marketplace. In the event that a Board member identifies a collecting opportunity that is aligned with PAFA's Board-approved Collecting Plan, that opportunity shall be offered to PAFA's Museum Director first.

Trustees are encouraged to be politically active and engaged in public issues, but may not use their relationship with PAFA to benefit candidates or public office holders. PAFA Trustees may host political fundraisers at their homes, businesses, or other sites away from PAFA's campus, but may not state or imply that PAFA in any way endorses those candidates.

Trustees may not purchase, directly or indirectly, any deaccessioned artwork or other property sold by PAFA, or in any way benefit through commissions or other means from such sales.

Trustees who refer potential Trustees, Employees, Consultants, or Volunteers to PAFA must do so first and foremost to further the interests and mission of PAFA, and not to garner personal or professional gain.

Trustees are encouraged to rent PAFA's facilities on the same financial and other terms as a member of the public would be charged for such uses. However, Trustees may not remove PAFA collections or other property from its facilities.

PAFA's name and reputation are among its most valuable, intangible assets, and PAFA's Trustees shall take the utmost care in using it only to enhance that reputation and never for personal or professional gain.

IV. Employees

Employees of PAFA shall always act in PAFA's best interest. Both at PAFA and outside, PAFA employees shall act with the highest integrity. PAFA employees are encouraged to be professionally active in professional associations but those activities should never distract from or compromise their duties as PAFA employees.

Employees are encouraged to support other non-profit organizations. While such affiliations are anticipated to lead to partnerships and collaborations, PAFA's interests should never be compromised in seeking such opportunities.

In the event that PAFA Employees own or work for businesses or serve on the Boards of companies that provide services or products to PAFA, those conflicts must be disclosed at least annually. The Museum Director and/or President shall review such disclosures at least annually and have the discretion to decide whether such conflicts impair a Employee's ability to fulfill the ethical duties of service to PAFA.

Employees shall not be dealers of American fine art, as their commercial interests may be or perceived to be in conflict with service to PAFA's mission.

Employees may not accept gifts, except for insubstantial tokens, in the course of their service to PAFA that create conflicts or perceived conflicts. Curators may not accept gifts of art from artists whose work they have written about or included in an exhibition during their employment at PAFA.

PAFA's Employees may accept outside employment but only with the approval of their supervisors and only insofar as that outside employment does not interfere with their professional and ethical duties to PAFA. PAFA Employees may accept honoraria for outside lectures and consultations, but that work must be done entirely on their own time and without expense to PAFA. Such work may not be done while PAFA Employees are traveling in the course of their work as PAFA Employees.

Recommendations of the loan of works of art to other institutions shall be made in accordance with PAFA's established loan policies and procedures, and never to garner personal favor or gain.

Employees may collect American fine art. However, they shall not place their collecting interests ahead of PAFA's and shall not compete with PAFA's collecting activities at

auction or in the marketplace. Curators may not collect art within the area of their curatorial responsibility. In the event that an Employee identifies a collecting opportunity that is aligned with PAFA's Board-approved Collecting Plan, that opportunity shall be offered to PAFA's Museum Director first.

Employees may be politically active and engaged in public issues, but may not use their relationship with PAFA to benefit candidates or public office holders. PAFA Employees may host political fundraisers at their homes, businesses, or other sites away from PAFA's campus, but may not state or imply that PAFA in any way endorses those candidates. PAFA Employees may not promote political candidates on campus through speech, email, or written communication.

Employees may not purchase, directly or indirectly, any deaccessioned artwork or other property sold by PAFA, or in any way benefit through commissions or other means from such sales.

Employees who refer potential Trustees, Employees, Consultants, or Volunteers to PAFA must do so first and foremost to further the interests and mission of PAFA, and not to garner personal or professional gain.

Employees may rent PAFA's facilities according to established fee schedules. However, Employees may not remove PAFA collections or other property from its facilities.

PAFA's name and reputation are among its most valuable, intangible assets, and PAFA's Employees shall take the utmost care in using it only to enhance that reputation and never for personal or professional gain.

Employees who perceive an alleged breach of this Code of Ethics may report their concerns anonymously to an independently managed telephone hotline whose contact information is made available to all employees.

V. Volunteers

Volunteers include members of the Women's Board, the docents, Board Committees, and event committees. Volunteers are vital members of PAFA's community and instrumental to the fulfillment of PAFA's mission. They shall be encouraged and supported with appropriate training and resources to fulfill their duties.

Volunteers are encouraged to support other non-profit organizations. While such affiliations are anticipated to lead to partnerships and collaborations, PAFA's interests should never be compromised in seeking such opportunities.

In the event that PAFA Volunteers own or work for businesses or serve on the Boards of companies that provide services or products to PAFA, those conflicts must be disclosed at least annually.

Volunteers may be dealers of American fine art as long as they disclose that activity to the Museum Director or President or Chair of the Board of Trustees.

Volunteers may not accept gifts, except for insubstantial tokens, in the course of their service to PAFA that create conflicts or perceived conflicts.

Volunteers are encouraged to collect American art and to share their collections with PAFA, both through loans and gifts of artwork. However, they shall not place their collecting interests ahead of PAFA's and shall not compete with PAFA's collecting activities at auction or in the marketplace.

Volunteers are encouraged to be politically active and engaged in public issues, but may not use their relationship with PAFA to benefit candidates or public office holders. PAFA Trustees may host political fundraisers at their homes, businesses, or other sites away from PAFA's campus, but may not state or imply that PAFA in any way endorses those candidates. PAFA Volunteers may not promote political candidates on campus through speech, email, or written communication, nor may they distribute or display political brochures or other literature at PAFA.

Volunteers who refer potential Trustees, Employees, Consultants, or Volunteers to PAFA must do so first and foremost to further the interests and mission of PAFA, and not to garner personal or professional gain.

Volunteers are encouraged to rent PAFA's facilities on the same financial and other terms as a member of the public would be charged for such uses. However, Volunteers may not remove PAFA collections or other property from its facilities.

PAFA's name and reputation are among its most valuable, intangible assets, and PAFA's Volunteers shall take the utmost care in using it only to enhance that reputation and never for personal or professional gain.



Pennsylvania Academy
of the Fine Arts

Name: _____ **Department:** _____

I have received PAFA's Code of Ethics, dated June 2010, and agree to abide by it. I have the following conflicts of interest (or write "None"):

Signed: _____

Dated: _____