

## AIB ETHICS REVIEW COMMITTEE RULES OF PROCEDURE

*Adopted February 2, 2019*

### **1. AIB Ethics Review Committee (ERC) and AIB Code of Ethics (COE)**

- 1.1 ERC origin and responsibility. The ERC is a standing committee created by the AIB Executive Board under paragraph 9.1.2 of the AIB Code of Ethics (COE). The ERC assists the AIB Executive Board in ethical matters involving the AIB. The ERC's responsibility is summarized in the AIB COE, primarily in Section 9. Section 9.1.3.b of the AIB COE describes the ERC responsibility as assisting in dispute resolution of cases arising under the AIB COE and broader enforcement of the AIB COE. That same section of the AIB COE also gives the ERC responsibility to undertake "other actions" consistent with the AIB Bylaws deemed necessary and appropriate for achieving the goals of the AIB COE and appropriate with the ERC's responsibility. Section 9.1.5 of the AIB COE gives the ERC authority to take certain practical actions including but not limited to the establishment of rules of procedure.
- 1.2 ERC membership. ERC membership rules are described in section 9.1.4 of the AIB COE. Those rules include but are not limited to standards for appointment to the ERC, the number of ERC members, terms of ERC member service, resources available to ERC members, and authority to invite other individuals to assist with ERC work. We note here three membership rules described in section 9.1.4 of the AIB COE: 1) the ERC will have from three to five members, including the ERC chair; 2) ERC members will serve two-year terms running from August 1 of the year of appointment; and 3) the AIB President will not be a member of the ERC given the ERC's separate advisory role.
- 1.3 ERC authority to establish rules of procedure and conflicts with the AIB COE. Section 9.1.5 of the AIB COE gives the ERC authority take several practical actions including but not limited to establishing rules of procedure to guide ERC work. The AIB COE governs ERC work. ERC rules of procedure are subject to and should be consistent with the AIB COE. If an ERC rule is unclear, it is to be interpreted consistent with the AIB COE. If an ERC rule conflicts with the AIB COE, then the ERC follows the AIB COE, not the ERC rule. The ERC will regularly review its rules of procedure to see that they are consistent with the AIB COE.

### **2. ERC Rules of Procedure, AIB Executive Board, and AIB President**

The ERC assists the AIB Executive Board in dispute resolution under and broader enforcement of the AIB COE. Part of that assistance involves investigating complaints of alleged AIB COE violations made against AIB members or involving AIB matters, activities, or practices. The ERC's work is advisory to the AIB Executive Board, which takes final decisions and action under the AIB COE. The AIB President is the ERC's principal liaison with the AIB Executive Board. Therefore, day-to-day work of the ERC will

assist the AIB President on behalf of the AIB Executive Board. The ERC's day-to-day work will be advisory to the AIB President, who takes decisions and action under the AIB COE subject to confirmation by the AIB Executive Board.

### **3. Amending ERC Rules of Procedure**

Proposals for changes to the ERC rules of procedure may be initiated by any member of the ERC, the Ethics Policy Committee (EPC), the AIB Executive Board, or the AIB Secretariat. Responsibility for reviewing and revising ERC rules of procedure lies with the ERC. Any proposed changes to the ERC rules of procedure become effective upon approval by the AIB President.

### **4. ERC Rules of Procedure**

The following ERC rules of procedure govern ERC work assisting the AIB President (on behalf of the AIB Executive Board) in dispute resolution and broader enforcement of the AIB COE. That work includes the following steps in handling complaints of AIB COE violations:

- 4.1. Assessing an initial complaint. Typically, no ERC investigation goes forward without a complaint of an AIB COE violation by an identifiable complainant or, in the case of an anonymous complainant, his or her authorized (by the complainant) representative (AR). An AR is anyone who is willing to act on behalf of the complainant preferring to remain anonymous. Complainants (or ARs) may convey a complaint via a web-based ethics complaint form accessible through the AIB Ethics webpage. To be considered for investigation, a complaint should be submitted through this form. A complaint should provide sufficient information about the alleged AIB COE violation, violator, and complainant (or AR). A complaint should be credible, that is, the complaint should provide sufficient information so that, if true, an ERC member could reasonably conclude that there was a Code violation by an individual or individuals bound by the AIB COE.
- 4.2. Right to decline investigation of an initial complaint. AIB COE section 9.2.4 describes criteria for and instances when the ERC may decline to investigate a complaint even when the complaint provides sufficient information as described above in 4.1.
- 4.3. Referring an initial complaint to the AIB President before investigation. If the complaint meets the standard in 4.1. and the ERC does not decline to investigate under 4.2., then the complaint is referred to the AIB President for approval to go forward with the investigation or other action. Approval by the AIB President starts an ERC investigation. The ERC does not investigate complaints that the AIB President declines to approve.
- 4.4. Investigating an approved complaint. If the AIB President approves a complaint for investigation by the ERC as laid out in Rule 4.3., then the ERC chair will assign the complaint a case number for tracking purposes. The ERC chair will assign an ERC member to be the lead investigator. S/he will be responsible for any and all investigatory activities including but not limited to: reviewing relevant documents; interviewing relevant individuals such as



the complainant, the alleged violator(s), and others; consulting with other ERC members and the AIB President. The lead investigator will make reasonable efforts to contact all relevant individuals, including the complainant (or AR) and alleged violator(s) so that they have an opportunity to contribute to the investigation consistent with the AIB COE and principles of due process. The lead investigator will also make reasonable efforts to conclude the investigation in a reasonable time period, again consistent with the AIB COE and principles of due process. The ERC Chair will oversee that investigatory work, assist the lead investigator if needed and, when necessary, re-assign that investigatory work to another ERC member.

- 4.5. Completing and reviewing a draft report. After completing the work in Rule 4.4., the lead investigator will draft a report, typically with three parts: 1) a summary of relevant case facts and investigatory work s/he undertook; 2) proposed findings relevant to the alleged AIB COE violation(s); and 3) the recommended course of action for the AIB President to take. The lead investigator will share that draft report with other ERC members for review and any proposed revisions. The lead investigator will also make a reasonable effort to make available to other ERC members any supporting information such as documents reviewed or notes generated.
- 4.6. Voting on and submitting a final report to the AIB President. After the ERC members have had a reasonable opportunity to review the draft report, examine supporting information, and propose revisions, the members will vote to approve the final report for submission to the AIB President. A 75% majority vote of ERC members is required to approve the final report. The ERC chair will then submit the final report to the AIB President and make available for the AIB President's review relevant supporting information. If the final report is not approved, then the ERC chair will report that outcome to the AIB President and make available for the AIB President's review relevant supporting information.
- 4.7. Post-submission work of the ERC. After submission of the final report, the ERC's case work is completed unless the AIB President requests additional assistance. After the case has been closed, the AIB President will work with the ERC chair to see that all supporting information is archived at the AIB.

## 5. Related ERC Matters

The ERC will make reasonable efforts to track all initial complaints it receives, approved complaints that it investigates, and final dispositions for record-keeping purposes. ERC members will take all reasonable precautions to guard against the unauthorized release of any information related to a complaint, investigation, and or report.