IES CODE OF ETHICS AND STANDARDS OF PROFESSIONAL CONDUCT

Preamble
The Illuminating Engineering Society (“IES” or the “Society”) Code of Ethics and Standards of Professional Conduct are fundamental to the values of IES and essential to achieving its mission to improve the lighted environment by bringing together those with lighting knowledge and by translating that knowledge into actions that benefit the public. High ethical standards are critical to maintaining the public’s trust in lighting professionals and the lighting industry. The Code of Ethics and Standards of Professional Conduct promote the integrity of IES members and serve as a model for measuring the ethics of lighting professionals globally, regardless of job function, cultural differences, or local laws and regulations. All IES members and volunteers must abide by the Code of Ethics and Standards of Professional Conduct and are encouraged to notify their employer of this responsibility. Violations may result in disciplinary sanctions by the IES.

The Code of Ethics
The Code of Ethics focuses on values or principles. Members and volunteers with the IES must:

1. Act with integrity, competence, diligence, respect and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the lighting industry, and other participants in the global lighting community.
2. Treat fairly all persons and not engage in acts of discrimination based on race, religion, gender, disability, age, national origin, sexual orientation, gender identity, or gender expression.
3. Promote socially responsible practices in design and implementation of their works.
4. Place the integrity of the lighting profession and the interests of clients above personal interests. Acknowledge real or potential conflicts of interest and to recuse themselves from deliberations and decisions when conflicts do or may exist.
5. Be honest and forthright in stating abilities, credentials, accomplishments and work history and to avoid misrepresentation of the same.
6. Refrain from self-aggrandizement.
7. Maintain the confidentiality of information and endeavor to ascertain the need for confidentiality, especially when the release of such information may cause damage to others, the profession, or the Society.
8. Maintain and improve their professional competence and strive to maintain and improve the competence of other lighting professionals.

Standards of Professional Conduct
The Standards of Professional Conduct focuses on compliance and rules. Members and volunteers with the IES must:

1. Professionalism
   a. Knowledge of the Law
      Members and volunteers must understand and comply with all applicable laws, rules, and regulations (including the IES Code of Ethics and Standards of Professional Conduct)
of any government, regulatory organization, licensing agency, or professional association governing their professional activities. In the event of conflict, members and volunteers must comply with the more strict law, rule, or regulation. Members and volunteers must not knowingly participate or assist in and must dissociate from any violation of such laws, rules, or regulations.

b. **Independence and Objectivity**
Members and volunteers must use reasonable care and judgment to achieve and maintain independence and objectivity in their professional activities. Members and volunteers must not offer, solicit, or accept any gift, benefit, compensation, or consideration that reasonably could be expected to compromise their own or another’s independence and objectivity.

c. **Misrepresentation**
Members and volunteers must not knowingly make any misrepresentations relating to analysis, recommendations, actions, or other professional activities.

d. **Misconduct**
Members and volunteers must not engage in any professional conduct involving dishonesty, fraud, or deceit or commit any act that reflects adversely on their professional reputation, integrity, or competence.

2. **Conflicts of Interest**

a. **Disclosure of Conflicts**
Members and volunteers must make full and fair disclosure of all matters that could reasonably be expected to impair their independence and objectivity or interfere with respective duties to their clients, prospective clients, and employer. Members and volunteers must ensure that such disclosures are prominent, are delivered in plain language, and communicate the relevant information effectively.

b. **Conflict of Interest Policy**
Certain members and volunteers might be required to annually sign the IES Conflict of Interest Policy, depending on their areas of service with the Society.

3. **Responsibilities as a IES Member and Volunteer**

a. **Conduct as Participants in IES Programs**
Members and volunteers must not engage in any conduct that compromises the reputation or integrity of the IES or the integrity, validity, or security of the IES programs.

b. **Reference to IES and Volunteer Positions**
When referring to IES, IES membership, or IES volunteer positions, members and volunteers must not misrepresent or exaggerate the meaning or implications of membership in the IES or holding volunteer positions.

**BOARD OF DIRECTORS CODE OF CONDUCT**

The Board of Directors dedicates itself to leading by example in serving the needs of the Society and its members, and in representing the interests and ideals of the lighting industry at large. Members of the Board (including ex officio members of the Board) shall at all times also abide by and conform to the following code of conduct in their capacity as Board members:
1. Each member of the Board of Directors shall abide in all respects by the IES Code of Ethics and Standards of Professional Conduct and all other rules and regulations of the Society (including but not limited to the Society’s Articles of Incorporation and Bylaws) and shall ensure that their membership (or the membership of the entity for which they serve as officer, director, employee, or owner, as the case may be) in the Society remains in good standing at all times. Furthermore, each member of the Board of Directors shall at all times obey all applicable federal, state and local laws and regulations and shall provide or cause to provide the full cooperation of the Society when requested to do so by those institutions and their persons set in authority as are required to uphold the law.

2. Members of the Board of Directors shall conduct the business affairs of the Society in good faith and with honesty, integrity, due diligence, and reasonable competence.

3. Except as the Board of Directors may otherwise require or as otherwise required by law, no Board member shall share, copy, reproduce, transmit, divulge or otherwise disclose any confidential information related to the affairs of the Society and each member of the Board shall uphold the strict confidentiality of all meetings and other deliberations and communications of the Board of Directors. Furthermore, each member of the Board of Directors shall at all times obey the IES Confidentiality Agreement, which must be signed and submitted by each director on an annual basis.

4. Members of the Board of Directors shall exercise proper authority and good judgment in their dealings with Society staff, suppliers, members and the general public and shall respond to the needs of the Society’s members in a responsible, respectful and professional manner.

5. No member of the Board of Directors should use any information provided by the Society or acquired as a consequence of the Board member’s service to the Society in any manner other than in furtherance of their Board duties. Further, no member of the Board of Directors should misuse Society property or resources and should at all times keep the Society’s property secure and not allow any person not authorized by the Board of Directors to have or use such property.

6. Each member of the Board of Directors shall use their best efforts to regularly participate in professional development activities and shall perform their assigned duties in a professional and timely manner pursuant to the Board’s direction and oversight.

7. Upon termination of service, a retiring Board member shall promptly return to the Society all documents, electronic and hard files, reference materials, and other property entrusted to the Board member for the purpose of fulfilling his or her job responsibilities as requested by the Board of Directors or Staff. Such return will not abrogate the retiring Board member from their continuing obligations of confidentiality with respect to information acquired as a consequence of their tenure on the Board of Directors.

8. No member of the Board of Directors shall attempt to persuade any employee of the Society to leave the employ of the Society or to become employed by any person or entity other than the Society. Furthermore, no member of the Board of Directors shall attempt to persuade any member, exhibitor, advertiser, sponsor, subscriber, supplier, contractor, or any other person or entity with an actual or potential relationship to or with the Society to terminate, curtail or not enter into its relationship to or with the Society, or to in any way reduce the monetary or other benefits to the Society of such relationship.

9. The Board of Directors must act at all times in the best interests of the Society and not for personal or third-party gain or financial enrichment. When encountering potential conflicts of
interest, Board members shall identify the conflict and, as required, remove themselves from all
discussion and voting on the matter. Furthermore, each member of the Board of Directors shall
at all times obey the IES Conflict of Interest Policy. Specifically, members of the Board of
Directors shall:

a. avoid placing (and avoid the appearance of placing) one's own self-interest or any third-
party interest above that of the Society; while the receipt of incidental personal or third-
party benefit may necessarily flow from certain Society activities, such benefit must be
merely incidental to the primary benefit to the Society and its purposes;
b. not abuse their Board membership by improperly using their Board membership or the
Society's staff, services, equipment, resources, or property for their personal or third-
party gain or pleasure, and shall not represent to third parties that their authority as a
Board member extends any further than that which it actually extends;
c. not engage in any outside business, professional or other activities that would directly
or indirectly materially adversely affect the Society;
d. not engage in or facilitate any discriminatory or harassing behavior directed toward
Society staff, members, officers, directors, meeting attendees, exhibitors, advertisers,
sponsors, suppliers, contractors, or others in the context of activities relating to the
Society;
e. not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any
other item of value from any person or entity as a direct or indirect inducement to
provide special treatment to such donor with respect to matters pertaining to the
Society without fully disclosing such items to the Board of Directors; and
f. provide goods or services to the Society as a paid vendor to the Society only after full
disclosure to, and advance approval by, the Board, and pursuant to any related
procedures adopted by the Board.

CODE OF ETHICS AND STANDARDS OF PROFESSIONAL CONDUCT DISCIPLINARY PROCEDURES

Overview

The following disciplinary procedures apply to members, volunteers, and members of the Board of
Directors pursuant to the rules set above.

IES Ethics Committee

The IES Ethics Committee is responsible for overseeing the Disciplinary Procedures. No current IES Board
members shall be eligible to serve on this committee.

Complaints

1. Complaints may be made and transmitted by any person to the Chair of the IES Ethics
Committee, any member of the IES Ethics Committee, any member of the Board of Directors, or
the Executive Director in any manner. While complaints generally should be in writing and the
complaining individual generally should be identified, if credible evidence of a violation is
presented, the recipient of the complaint that receives such evidence shall produce the
evidence in writing (including identifying the complaining individual) and promptly forward it to
the Chair of the IES Ethics Committee and the Executive Director. Moreover, all credible
evidence of violations received by a recipient, or of which a recipient becomes aware, shall be
subject to mandatory written referral by the recipient to the Chair of the IES Ethics Committee
and Executive Director, such referrals which shall be subject to these Disciplinary Procedures.

2. Direct or indirect retaliation of any kind by IES or its officers, directors, employees, members, or
agents against any individual that makes, initiates or is involved in the making of a complaint is
strictly prohibited. This prohibition on retaliation shall be enforced strictly by the Board of
Directors. Similarly, complaints made with knowledge of their falsity, in whole or in part, are
strictly prohibited. This prohibition on the making of knowingly false complaints shall be
enforced strictly by the Board of Directors.

3. Upon receipt of each complaint, the IES Ethics Committee will review and ensure that there are
no conflicts of interest, both professional and personal in nature, between any of the committee
members and the details of the complaint.

4. Upon receipt and preliminary review of each complaint, the IES Ethics Committee may conclude
that the complaint:
   a. contains factually unreliable or insufficient information, or
   b. is patently frivolous or trivial.
In such cases, the IES Ethics Committee may determine that the complaint does not constitute a
potentially actionable complaint that would justify bringing it before the IES Ethics Committee
for determination of whether there has been a material violation of the Code of Ethics and
Standard of Professional Conduct. If so, such complaint shall be dismissed without prejudice by
the IES Ethics Committee, and notice to its submitter of such action shall be provided by the
Chair in writing. All such preliminary dispositions of complaints by the IES Ethics Committee shall
be immediately reported in writing to all members of the IES Ethics Committee, with a copy to
the President of the Board of Directors and to IES’s Executive Director. Any such complaint may
be reinitiated at any subsequent time pursuant to these Disciplinary Procedures.

5. Upon receipt and preliminary review of each complaint, the IES Ethics Committee may conclude
that the complaint is potentially actionable. If a complaint is deemed by the IES Ethics
Committee on a preliminary basis to be a potentially actionable complaint, the Chair shall see
that written notice is provided to the member or volunteer whose conduct has been called into
question, advising them that an investigation is being initiated. The Chair also shall provide
written notice to the individual who submitted the complaint that the complaint is being
reviewed by the IES Ethics Committee.

Review of Complaint

1. For each complaint involving an alleged violation that the Chair of the IES Ethics Committee
believes is a potentially actionable complaint, the Chair shall authorize an investigation into its
specific facts or circumstances to whatever extent is necessary in order to clarify, expand or
corraborate the information provided by its submitter, and in order to assist the IES Ethics
Committee in making a determination as to whether charges (and, if so, what charges) against
the member or volunteer should be brought. The IES Ethics Committee may be assisted in the
conduct of its investigation by IES staff, legal counsel, and/or outside experts, provided that no
such staff person, legal counsel, or outside expert has any actual or apparent conflict of interest
with respect to the matter and provided such individuals agree to maintain the complete
confidentiality of the investigation. Both the individual submitting the complaint and the
member or volunteer who is the subject of the charge also may be contacted by the IES Ethics
Committee or its agents for additional information with respect to the complaint. In addition,
the IES Ethics Committee or its agents may contact such other individuals who may have
knowledge of the facts and circumstances surrounding the complaint.

2. The IES Ethics Committee shall then determine whether the complaint warrants the bringing of
charges under these Disciplinary Procedures against the member or volunteer who is the subject
of the complaint. If the IES Ethics Committee concludes that charges should be brought, it shall
prepare written charges and a written report explaining the alleged aggrieved conduct and why
such conduct constitutes grounds for disciplinary action under these Disciplinary Procedures. If
the IES Ethics Committee concludes that no charges should be brought, it shall dismiss the
charges without prejudice and so notify the member or volunteer in writing. All such
dispositions of complaints shall be immediately reported in writing to all members of the IES
Ethics Committee, with a copy to the IES President of the Board of Directors and to IES’s
Executive Director. Any such complaint may be re-initiated, even by the same individual, at any
subsequent time pursuant to these Disciplinary Procedures. Whether or not charges are
brought, for all complaints, the IES Ethics Committee should determine whether the matter
should be referred to another entity engaged in the administration of law, and, if so, should
promptly do so.

3. If the IES Ethics Committee recommends that charges be brought, the Chair of the IES Ethics
Committee shall notify the member or volunteer to be charged and send the member or
volunteer a copy of the charges and the IES Ethics Committee’s report. The Chair shall advise the
member or volunteer that an investigation will be conducted and that a hearing will be held,
providing the member or volunteer with the proposed date and time for such hearing. Hearings
are conducted by the IES Ethics Committee. The member or volunteer shall be advised that he
or she may request the opportunity to submit information or arguments contesting the charge
in person or in writing, by submitting such request to the IES Ethics Committee within thirty days
from receipt of the notice. The member or volunteer also shall be advised that he or she may
have the right to review evidence to be presented at the hearing and that he or she may be
represented by legal counsel. The member or volunteer shall be sent a copy of these Disciplinary
Procedures.

4. All investigations and deliberations of the IES Ethics Committee are to be conducted in strict
confidence to the extent possible, except that the IES Ethics Committee shall be permitted to
disclose any relevant information when compelled by law or to parties essential to the review
and investigation of the alleged misconduct. All investigations and deliberations of the IES Ethics
Committee shall be conducted objectively, without prejudgment of any kind. An investigation
may be directed toward any aspect of a complaint that is relevant or potentially relevant.

5. The IES Ethics Committee hearing may be held in person, by telephone, or video conference.
The Chair of the IES Ethics Committee, with assistance from the IES Executive Director, shall
preside and make evidentiary and other procedural rulings with the advice of IES’s general
counsel. If a hearing is held with the charged member or volunteer present, the Chair shall, in
their discretion, determine the rules of evidence and for oral presentations by the parties, as
advised and approved by IES’s general counsel. Written statements may be accepted as
evidence. If witnesses appear, they shall be subject to cross-examination. The accused member
or volunteer may be accompanied and represented by legal counsel at all times, at the member or volunteer’s sole discretion and expense.

Determination of Violation

1. Upon completion of its investigation and the hearing, the IES Ethics Committee shall determine by majority vote, upon a preponderance of the evidence, whether or not there has been a violation, and whether the Board of Directors should impose sanctions. When the IES Ethics Committee finds that there has been a violation, it also shall recommend imposition of an appropriate sanction. If the IES Ethics Committee so recommends, a written determination with a proposed sanction shall be prepared under the supervision of the Chair of the IES Ethics Committee, and shall be presented by a representative of the IES Ethics Committee to the Board of Directors, along with the record of the IES Ethics Committee’s investigation and deliberation. If the complaint is against a member of the Board of Directors, this member will be temporarily suspended from all Board of Director activities until a resolution has been reached. Written notice of the IES Ethics Committee’s determination, the proposed sanction, and the fact that the matter will be reviewed by the Board of Directors shall thereafter be provided to the charged member or volunteer. If the IES Ethics Committee determines that a violation has not occurred, the complaint shall be dismissed with prejudice, with written notice thereof provided to the affected member or volunteer, as well as to the individual who submitted the complaint. A summary report also shall be made in writing to the Board of Directors.

2. If a violation is found and sanctions are recommended by the IES Ethics Committee, the Board of Directors shall review the recommendations of the IES Ethics Committee based upon the record presented. The member or volunteer charged may submit a written statement to the Board of Directors prior to decision-making, but may not otherwise appear before or participate in the Board of Director’s deliberations. The Board of Directors may accept, reject or modify the IES Ethics Committee’s determinations either with respect to the determination of a violation or the recommended sanction to be imposed. If the Board of Directors agrees by the affirmative vote of not less than a majority of a quorum that a violation has occurred, then the determination and imposition of a sanction, as determined by the Board of Directors based on the affirmative vote of not less than a majority of a quorum, shall be promulgated by written notice to the affected member or volunteer, as well as to the individual who submitted the complaint, if the submitter agrees in advance and in writing to maintain in confidence whatever portion of such information is not made public by the Board of Directors. If the Board of Directors determines that a violation has not occurred, then the complaint shall be dismissed with prejudice, with written notice thereof provided to the affected member or volunteer, as well as to the individual who submitted the complaint.

3. The Board of Directors may consider a recommendation from the IES Ethics Committee that the member or volunteer in violation should be offered the opportunity to submit a written assurance that the conduct in question has been terminated and will not recur. The decision of the IES Ethics Committee to make such a recommendation and of the Board of Directors to accept it are within their respective discretionary powers. If such an offer is extended, the affected member or volunteer must promptly submit the required written assurance to the Board of Directors, and the assurance must be submitted in terms that are acceptable to the Board of Directors, including but not limited to any probationary period, if required by the Board
of Directors. If the Board of Directors accepts the assurance, then written notice thereof shall be provided to the affected member or volunteer, as well as to the individual who submitted the complaint, if the submitter agrees in advance and in writing to maintain in confidence whatever portion of such information is not made public by the Board of Directors. Complaints disposed of in this manner shall be deemed to have been disposed of without prejudice.

4. All examinations of the record by, and deliberations of, the Board of Directors are to be conducted in strict confidence to the extent possible, except that the Board of Directors shall be permitted to disclose any relevant information when compelled by law. All examinations of the record and deliberations of the Board of Directors shall be conducted objectively, without prejudgment of any kind.

Sanctions

1. One or more of the following sanctions may be imposed by the Board of Directors upon a member, volunteer or member of the Board of Directors whom the Board of Directors has determined to have violated the Code of Ethics and Standard of Professional Conduct. The sanction applied must reasonably relate to the nature and severity of the violation, focusing on reformation of the conduct of the affected member or volunteer and deterrence of the same or similar conduct by others. The sanctions are:

   a. Written reprimand to, or censure of, the member or volunteer (combined with any probationary period, if desired);
   b. For a Board member that violates the Code of Ethics and Standard of Professional Conduct, suspension from membership on the Board of Directors for a designated period of time (combined with any probationary period, if desired);
   c. For a Board member that violates the Code of Ethics and Standard of Professional Conduct, permanent expulsion from membership on the Board of Directors;
   d. Suspension of the member or volunteer from membership on one or more IES committees or similar bodies for a designated period of time (combined with any probationary period, if desired);
   e. Permanent expulsion of the member or volunteer from membership on one or more IES committees or similar bodies;
   f. Suspension of the member or volunteer from membership in IES (combined with any probationary period, if desired);
   g. Permanent expulsion of the member or volunteer from membership in IES, and removal of any honors previously awarded by the Society.

Once one or more of the above sanctions is imposed, the complaint shall be deemed to have been disposed of with prejudice. For each of these sanctions, a written summary of the determination and the sanction, along with the member or volunteer’s name, may be published, at the sole discretion of the Board of Directors, in a printed or electronic medium that is distributed to all IES members.

Resignation

If a member or volunteer who is the subject of a complaint voluntarily resigns (in writing) their membership any time during the pendency of a complaint under these Disciplinary Procedures, the complaint shall be dismissed without prejudice and without any further action by the IES Ethics
Committee or the Board of Directors. In such instances, the resigning member or volunteer may not seek membership or any involvement with an IES committee or similar body for a period of five years from the effective date of their resignation. However, the Board of Directors may communicate the fact and date of member or volunteer’s resignation, and the fact and general nature of the complaint that was pending at the time of resignation, to or at the request of one or more government entities engaged in the administration of law. Similarly, in the event of such resignation, the individual who submitted the complaint shall be notified in writing of the fact and date of the resignation and that the Board of Director has dismissed the complaint (without prejudice) as a consequence.