

USOC Code of Conduct
Effective 3/15/11

I. Introduction

The United States Olympic Committee (“USOC”) supports United States Olympic and Paralympic athletes in achieving sustained competitive excellence and preserving the Olympic ideals, and thereby inspiring Americans. The USOC accomplishes this mission through its commitment to:

- Honesty, integrity, and trustworthiness in all dealings.
- Respect for the rights, differences, and dignity of others.
- Accountability and transparency.
- Stewardship of the Olympic Movement.

The USOC has adopted this Code of Conduct to support these values and with the expectation that the people who work for, or on behalf of, the USOC conduct themselves consistent with the USOC’s mission and these core values.

II. Applicability

This Code of Conduct applies to all employees, volunteers, board members, committee and task force members and member organizations of the USOC.

III. Reporting Obligations

No code of conduct can address every situation, nor can it take the place of good judgment and integrity. The USOC maintains an “open door” for anyone who has questions or concerns. The USOC will support all efforts to comply with this Code of Conduct. If you need advice or assistance concerning the application of any aspect of these standards, consult your supervisor or manager, the Ethics Officer, or the Legal Affairs Division. You are expected to seek advice and clarification promptly when you are uncertain about proper actions or practices.

You should be alert and sensitive to situations that could result in unethical, illegal or improper actions. You have an obligation to report potential or actual violations of this Code of Conduct to your supervisor or manager, the Ethics Hotline, the Ethics Officer, the Legal Affairs Division, or any other designated reporting authority identified by USOC.

If you choose to make your report to the USOC Ethics Hotline, an independent 24-hour telephone service, please be aware that all calls to the Ethics Hotline are confidential and callers may remain anonymous. The Ethics Officer and Chair of the Ethics Committee monitor and address any reports to the Ethics Hotline and other reports they receive. The USOC Ethics Hotline number is 1-877-404-9935.

Under no circumstances will an individual be subject to any disciplinary or retaliatory action for filing, in good faith, a report of a violation or potential violation of the Code of Conduct.

However, filing known false or malicious reports will not be tolerated, and anyone filing such reports will be subject to appropriate disciplinary action.

IV. Legal Compliance

The USOC requires that you follow the Code of Conduct and abide by all applicable USOC policies and procedures; United States federal, state and local law as applicable, including the Ted Stevens Olympic and Amateur Sports Act, codified at 36 U.S.C. §§ 22501 – 22529; and foreign law as applicable. If you ever encounter a conflict of law, such as a conflict between United States and foreign law, or have any questions about the legality of any action, contact the Legal Affairs Division for further information and guidance.

V. Commitment to Integrity

The USOC is committed to honesty and integrity as the cornerstone of our activities. In turn, the USOC expects you to conduct yourself in an ethical and legal manner as a representative of the USOC. This requires that you:

- Respect the rights of all individuals to fair treatment and equal opportunity, free from discrimination or harassment of any type under applicable law.
- Know, understand and comply with all applicable laws, regulations and codes of conduct.
- Ensure that all USOC work and transactions are handled with honesty and recorded accurately.
- Protect information that belongs to the USOC, our workers, volunteers, members and customers.
- Never use USOC assets or information for personal gain.
- Recognize that even the appearance of misconduct or impropriety can be very damaging to the reputation of the USOC and act accordingly.

Additionally, the USOC finds sexual and physical abuse intolerable and in direct conflict with Olympic ideals. The USOC is committed to ensuring that it and its employees, volunteers, board members, committee and task force members, and member organizations promote an environment free from such abuse; and such commitment extends not only to the USOC's workplace, but also to the creation of safe sporting environments for athletes. To that end, the USOC forbids any form of sexual or physical abuse, whether in the workplace or outside it, and including instances involving athletes. You have a duty to report any alleged sexual or physical abuse occurring in the workplace or at any USOC supported training or sport activity to the Ethics Officer, Ethics Hotline, Human Resources, Legal Affairs Division, or other executive team member.

V. Ethics Program

The USOC has established an independent Ethics Committee and has a designated Ethics Officer who reports jointly to the Chair of the Ethics Committee and the CEO or his/her designee. The Ethics Officer will monitor ethics reports and conduct ethics education at the USOC. The Ethics

Officer works closely with the Chair of the Ethics Committee to ensure that the Ethics Committee is involved in ethics issues as appropriate.

VI. Conflicts of Interest

The USOC has instituted a Conflict of Interest Policy that requires that any conflicts of interest, whether actual or apparent, be reported promptly to the Ethics Officer. A copy of the Conflict of Interest Policy may be found on the USOC's website at <http://www.teamusa.org/legal/governance-documents>. You are subject to the conflict of interest policy, including its mandatory reporting of conflicts. In addition, all USOC employees and Board members are required to complete an annual conflict of interest disclosure and certification.

A conflict of interest arises when you have an interest in, obligation to, or relationship with any business, property, or person that could affect your judgment in fulfilling your responsibilities to the USOC. You are expected to refrain from any activity or investment that constitutes, or might appear to constitute, a conflict of interest. You are also required to disclose to the Ethics Committee any outside activity, relationship or investment in which you are involved or may become involved that is, or has the potential for appearing to be, a conflict of interest. If you require guidance in this area, your supervisor, the Ethics Officer or the USOC Legal Affairs Division should be consulted.

For example, you are not to have a material holding in, or a professional affiliation with, an organization or affiliate with which the USOC does business or with which the USOC competes, except as prescribed by USOC rules and policies and with the knowledge and approval of the Ethics Officer and Chair of the Ethics Committee, who will consult with the full Ethics Committee as appropriate. You may not use your position at the USOC to benefit yourself, your relatives, friends or your private enterprises. A family or other personal relationship with a USOC member, vendor, or competitor also may present a conflict of interest.

You must disclose to the Ethics Officer any outside activity, relationship or investment in which you are involved or may become involved that is, or has the potential for appearing to be, a conflict of interest. The Ethics Officer will consult with the Chair of the Ethics Committee and full Ethics Committee as appropriate. If you have any question about whether something may constitute a conflict, it is suggested that you seek guidance from your supervisor, the Chair of Ethics Committee, Ethics Officer or Legal Affairs Division.

VII. Business with or in Foreign Countries

Business conduct in foreign countries may sometimes differ from the United States, both in terms of common practice and legality. The USOC requires that all business matters be conducted in an ethical and legal manner.

Gifts: The giving of gifts to, and receiving of gifts from, foreign nationals or representatives of foreign governments is governed by a complex set of US and foreign laws. Generally, the giving and receiving of such gifts is very limited or prohibited. Before offering a gift to a foreign

national, you must receive the approval of the Ethics Officer. In addition, if an exchange of gifts is both a legal and normal practice, the giving and receiving of such gift(s) will be subject to the USOC's Gift Policy.

Payments: It is a felony under United States laws for the USOC, any of its staff, or anyone acting on its behalf to give, offer, promise or authorize a payment to a foreign official, foreign political party or official thereof, or any candidate for foreign political office, for the purpose of corruptly obtaining or retaining business for the USOC.

United States law also makes it a felony to pay money or anything of value to a commission agent, sales representative or consultant when there is knowledge or firm belief that the payment will be used to corruptly influence a government official in connection with business the USOC is attempting to obtain or retain. Political contributions will not be made by or on behalf of the USOC in foreign countries.

The USOC will observe the laws of foreign countries in which it operates concerning payments of agents' fees and commissions, provided these laws are not in conflict with United States law. You are not to engage in activities designated to circumvent foreign laws concerning retaining or paying sales representatives and consultants.

Export Control Laws: It is the USOC's policy to comply with the export and reexport control rules and regulations under the Export Administration Regulations (EAR) administered by the United States Department of Commerce and the International Trade in Arms Regulations (ITAR) administered by the United States Department of State. You are not to engage in any export-related transaction on behalf of the USOC which would violate these regulations. USOC executive management have been instructed to ensure that all who are involved in export-related transactions comply with all applicable export control requirements.

VIII. Business Relationships

It is imperative that all USOC, supplier, vendor and other business relationships are managed in a fair, equitable, ethical and legal manner consistent with the Code of Conduct, all applicable law and good business practices. Wherever practical, the USOC provides a competitive opportunity for suppliers and vendors' business, and we enlist their active support in ensuring that we meet customer expectations regarding quality, cost and delivery. Decisions to hire or engage a vendor or supplier should be made on the basis of objective criteria, and not on the basis of personal relationships, friendships or the opportunity for personal gain, financial or otherwise. Prior to entering into a transaction or contract for a purchase or potential purchase that involves an actual or perceived conflict of interest, you should consult with the Ethics Officer.

IX. Personal Use of Organization Resources

It is the responsibility of each of you to protect and preserve the USOC's resources. USOC resources include such things as company time, materials, supplies (including food), equipment (including vehicles), information, electronic mail and computer systems, facilities and other property. These resources are provided to you to fulfill the USOC's mission and work and are to

be maintained and used for authorized USOC-related purposes only. The use of USOC resources for personal financial gain is strictly prohibited except where expressly authorized. You should consult the Employee Handbook for further details. If you have a question about use of any USOC resources, you should contact your supervisor. You should report any improper use of USOC resources to your supervisor or manager, Human Resources, the Ethics Officer or the Ethics Hotline.

The USOC also has a Gift Policy that applies to giving and receiving any type of entertainment or gifts in connection with your work with USOC or its member organizations. The Gift Policy also covers gifts to U.S. state, and local government employees. You should consult the Gift Policy, and if necessary obtain permission pursuant to the policy, before giving or receiving any entertainment or gifts. A copy of the Gift Policy may be found on the USOC's website at <http://www.teamusa.org/legal/governance-documents>.

X. Political Activities and Contributions

USOC and its representatives comply with all federal, state and local laws governing participation in government relations and political activities. Additionally, USOC funds or resources are not contributed to individual political campaigns, political parties, or other organizations that intend to use the funds primarily for political purposes. The USOC also does not permit any political literature, campaign materials or politically orientated information, materials, posters, signs, or buttons to be displayed, circulated or otherwise present on USOC property or in the course of conducting work for the USOC.

There are some very limited exceptions to this policy. At times, the USOC may ask individuals to make personal contact with government officials or to write letters to present the USOC's position on specific issues. Before doing so, you should confirm with the Ethics Officer and Government Relations Division that such contact is authorized and in compliance with this policy, and that you are knowledgeable on the specific issues about which you have been asked to speak.

You may, of course, participate in the political process on your own time and at your own expense, so long as you do not give the impression that you are speaking on behalf of or representing the USOC in such activities. Nor can you be reimbursed by the USOC for any personal contributions for such purposes. If you are seeking public office, you may use vacation time or request leaves of absence to campaign or hold office. The USOC will not make contributions to any political candidate or party.

This policy is required by the Ted Stevens Olympic and Amateur Sports Act, the Internal Revenue Code and other applicable law. You should contact the Government Relations Division or the Legal Affairs Division if you have any questions or concerns regarding these requirements.

XI. USOC Information

You are each responsible for the integrity and accuracy of organization documents, communications and financial records. All financial information must reflect actual transactions and conform to generally accepted accounting principles. It is a violation of the Code of Conduct to alter or falsify information, including any record or document, to intentionally make a false or exaggerated statement or claim to anyone, or to mislead anyone. Anyone having concerns regarding questionable accounting or auditing matters should report their concerns to the Ethics Hotline, which will refer the matter to the Board of Directors’ Audit Committee.

USOC’s information assets are valuable to the organization, and it is USOC policy that all USOC representatives must diligently protect this information from loss, theft, inadvertent or unauthorized disclosure or misuse. It is essential that everyone do their part to protect USOC information, whether stored in computers, files or elsewhere. You must not discuss with or disclose to any unauthorized persons inside or outside the USOC any information that is confidential or not publicly available.

USOC business should not be discussed with unauthorized persons. You should be careful about discussing USOC information and activities in the presence of, or within hearing distance of, unauthorized personnel. You should also not seek or accept any information to which you and the USOC are not legitimately entitled, regardless of the source.

Your obligations to maintain the confidentiality and protection of USOC information does not end even if your employment or other relationship with the USOC may end.

XII. Intellectual Property

The USOC protects the ownership of its intellectual property as set forth in the Employee Handbook. In addition, you should contact USOC’s Legal Affairs Division regarding any anticipated use of intellectual property that does or may belong to someone else.

ACKNOWLEDGEMENT

I have received and read the document entitled “USOC Code of Conduct.” I understand that this Code of Conduct is USOC policy, and I agree to abide by all of its requirements.

Signature

Date

Printed Name

Position