



Association for Materials Protection & Performance

AMPP and AMPP Global Center Policies and Procedures Charter

Prepared by:
Policy Task Force
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The Global Leaders in Materials Protection & Performance

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SCOPE

This document (the “Association Policies”) details the policies of the Association for Materials Performance and Protection (“AMPP” or the “Association”) and AMPP Global Center (the “Center”).

CODE OF ETHICS

THE FUNDAMENTAL PRINCIPLES

Members uphold and advance the integrity, honor, and dignity of the members' profession by:

- Using their knowledge and skill for the enhancement of human welfare,
- Being honest and impartial, and serving with fidelity the public, their employers, and clients; and
- Striving to increase the competence and prestige of the materials protection and performance profession.

THE FUNDAMENTAL CANONS

1. Uphold the safety, health, and welfare of the public in the performance of their professional duties.
2. Represent areas of competence and build reputation based on merit of services.
3. Strive for continuous professional development and foster development of others in field.
4. Serve in professional matters for AMPP, employer, and/or client as faithful agents or trustees and shall avoid conflicts of interest.
5. Members shall associate only with reputable persons or organizations.
6. Members shall issue public statements only in an objective and truthful manner.
7. Act with integrity and honesty in all professional endeavors and be forthcoming with concerns of unethical behaviors.
8. Foster behaviors of respect, value diversity of our members, staff, partners, customers, and suppliers, and strive to promote recognition and participation by individuals regardless of differences.
9. Harassment, including but not limited to cultural, religious, or sexual, by or against any employee, member, officer, director, or other volunteer, vendor, or customer; and such conduct will not be permitted or condoned.

ANTITRUST AND RULES OF ANTITRUST COMPLIANCE

The purpose of antitrust laws is to preserve economic competition in the marketplace by prohibiting, among other things, unreasonable restraints of trade. In AMPP and AMPP Global Center's activities, it is important to recognize that participants often represent competitive interests. Antitrust laws require that all competition be open and unrestricted.

The Association and the Center's policy is to comply fully and strictly with antitrust laws. Meetings held under its auspices must be conducted in a manner that avoids the fact or appearance of conduct that may violate the antitrust laws. Participants are not to discuss industry-wide or individual company prices (current or projected) or matters relating to pricing such as costs, profits, contractual terms and conditions (e.g., discounts, credit terms), wages/salaries, market allocation, market shares/sales or clients/customers.

Participants have an obligation to terminate any discussion, seek legal counsel's advice, or, if necessary, terminate any meeting if the discussion might be construed to raise any antitrust risks.

The following rules are applicable to all AMPP and AMPP GLOBAL CENTER activities and must be observed in all situations and under all circumstances without exception or qualification other than as noted below:

1. Neither AMPP nor any Chapter, or activities of AMPP shall be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal, or informal,

express or implied, among members with regard to prices or pricing methods, current or potential bids, procedures for responding to bid invitations, terms and/or conditions of sales, distribution volume or production, or allocation of territories or customers.

2. No AMPP activity or communication shall include any discussion for any purpose relating to prices or pricing methods, production quotas, production levels, production capacity, costs of production, inventories, or other limitations on either the timing or volume of production or sale, or allocation of territories or customers.
3. No AMPP Chapter shall undertake, without first obtaining the advice of legal counsel provided by the Association, any activity that involves the exchange or collection and dissemination among members of any information relating to prices or pricing methods, development, costs of production, distribution, marketing plans, business plans, product or service roll-out dates, territories or customers, or non-public information regarding any member's market share.
4. No AMPP activity or communication shall include any discussion for any purpose that could be broadly interpreted as an attempt to prevent any person or business entity from gaining access to any market or customer for goods or services, or to prevent any business entity from obtaining a supply of goods or otherwise purchasing goods or services freely.
5. No person or entity shall be unreasonably excluded from participation in any AMPP committee, area, section, or activity,
6. Neither AMPP nor any Chapter thereof shall make any effort to bring about the standardization of any product or service for the purpose or with the effect of (a) preventing the manufacture or sale of any product or service not conforming to a specified standard or (b) artificially (without legitimate business justification) inflating the price at which a product or service may be offered for sale or sold.
7. No AMPP activity or communication shall include any discussion for any purpose that could be broadly interpreted as facilitating an agreement or understanding to refrain from purchasing any raw materials, equipment, services, or other supplies from any supplier.
8. No AMPP Chapter shall undertake to convene any scheduled meetings without a published agenda of items to be addressed at the meeting. The agenda shall be followed closely at the meeting and no items shall be discussed that are not reflected on the agenda unless a legal representative is present. A copy of the agenda shall be retained in the Association's files.
9. A complete set of minutes from any AMPP Chapter meeting shall be prepared whenever feasible and approved. Only approved minutes shall be distributed to members or participants as applicable (to avoid the preservation of misstatements or ambiguities), and a copy of the minutes as approved shall be retained in the Association's files.
10. Authors of conference and meeting papers shall be provided with a copy of AMPP's Antitrust Policy Statement before presenting at any AMPP conference, meeting or activity, and shall comply therewith in the preparation and presentation of such papers.
11. Any AMPP information, publications, materials, or reports that are made available to AMPP members shall be made available to non-members on reasonable terms where the non-availability of such information, publications, materials, or reports would significantly impair the ability of non-members to compete with AMPP members.
12. All AMPP staff and AMPP members shall be provided a copy of AMPP's Antitrust Policy Statement and these General Rules of Antitrust Compliance and agree to abide by them.

Failure to abide by the antitrust laws can have grave consequences. To minimize the risk that the Association's activities could expose the Association or its members to antitrust sanctions, any AMPP staff member who violates the guidelines reflected in this policy statement is subject to discipline as circumstances require, including termination, and any employee of a member who violates these guidelines in AMPP activities may be subject to sanctions by such member. In addition, the Association's bylaws provide that members may be terminated for "cause other than for failure to pay dues after an appropriate hearing. Prior to a member's removal, such member shall be given reasonable notice thereof and entitled to a hearing before the Board or such committee designated by the Board." (AMPP Bylaw, Section 3.04).

CONFLICT OF INTEREST

It is the policy of the AMPP and the AMPP Global Center to conduct its affairs in strict compliance with the letter and spirit of the law and to adhere to the highest principles of business ethics. Accordingly, all directors, officers, employees, and independent contractors must avoid activities which are in conflict, or give the appearance of being in conflict, with these principles and with the interests of the AMPP or the AMPP Global Center.

The following are potentially compromising or harmful situations which must be avoided. Any exceptions must be reported to the Chief Executive Officer and written approval for continuation of participation must be obtained from the appropriate Board of Directors, as applicable.

1. **Confidential Information:** Revealing confidential information to outsiders or misusing confidential information. Unauthorized divulging of information is a violation of this policy whether or not for personal gain and whether or not harm is intended or occurs to the Association or to the Center.
2. **Gifts:** Accepting or offering gifts, entertainment, favors, or payments which may be deemed to constitute undue influence or otherwise be improper or embarrassing to the Association or the Center. Determination of what exceeds this policy shall be made by the Chief Executive Officer and may be appealed first to the Joint Executive Committee and subsequently to the appropriate Board of Directors.
3. **Personal Relationships:** Initiating or approving personnel actions affecting reward or punishment of employees, applicants or members where there is a family relationship or is, or appears to be, a close personal or social involvement.
4. **Harassment:** Initiating or approving any form of personal, sexual, or social harassment of employees, members, customers, suppliers or anyone else.
5. **Borrowing and Lending:** Borrowing from or lending to employees, members, customers or suppliers.
6. **Property:** Improperly using or authorizing the use of any property of the Association or the Center, or any property that is owned by another person or entity.
7. **General Conduct:** Engaging in conduct which is not in the best interest of the Association or the Center.
8. **Foreign Payments:** Making any unlawful agreement, with or without payment, to any domestic or foreign government official or corporate representative.

Requirements that apply to the Association's Board of Directors and the Center's Board of Directors.

- Each Board member has a fiduciary duty to act in the best interests of the organization on which he or she is serving as a Board member when acting in his or her capacity as a Board member. Every Board member must disclose any conflicts of interest both through an annual disclosure process and whenever such conflict arises. In addition, any interested Board member shall be prohibited from voting on any matter in which there is a conflict.
- Board members shall not hold supply contracts, in excess of \$50,000 USD per year, with the Association or the Center during their term of office except for Board members retaining the ability to be paid instructors, or authors (e.g. book authors, technical editors) during their term of office on the Board.
 - Board Members are prohibited from submitting, or participating in, contractual work bids on behalf of a) themselves; b) immediate family members or their relatives; c) their employer; or d) any company in which they may own or have any ownership, profits, or any other financial interest. Board members shall not use their position to apply undue influence or create a conflict of interest when acting as an officer or a voting member of a committee or participating in activities of committees in which they are not members.

HEALTH, SAFETY, AND RISK MANAGEMENT**FIRE SAFETY POLICY**

AMPP events (e.g., meetings, conferences, seminars, and courses) shall be conducted in facilities that are in compliance with local fire code provisions. Further, it is strongly encouraged that facilities used for AMPP events should have sprinkler systems and smoke detectors in sleeping rooms and, where possible, in meeting rooms as well. Fire safety information is recognized as important and the distribution of such information by the facility to attendees at AMPP events is encouraged.

INTELLECTUAL PROPERTY: LOGO, BUSINESS CARD, COPYRIGHT, PATENT AND TRADE NAMES**LOGO POLICY**

Use of Logo and Association Name the AMPP Corporate Logo is a registered trademark as shown in examples below:



No individual or organization is permitted to use the AMPP Corporate Logo on letterhead, business cards, advertising, or other print or electronic communications, except to the extent that the said printed material is provided by AMPP for use in conducting official AMPP Corporate business, or AMPP has given permission to use the logo electronically.

AMPP prohibits the use of the AMPP Corporate Logo in such a manner as might be interpreted by an unrelated third party to endorse an individual, organization, product or service, except to the extent noted below:

MEMBER

A Member in good standing may display the AMPP Membership badge for the purpose of identifying the individual as being a Member of AMPP.

The AMPP Individual Membership badge may be used in the following places:

- Individual social media pages and profiles
- Individual business cards
- Individual letterhead
- Individual email signatures

The AMPP Individual Membership badges may not be used on:

- Corporate websites
- Corporate letterhead
- Corporate social media

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- Advertising

In order for the Member to utilize the AMPP Membership badge the following conditions must apply:

1. The AMPP badge must be clearly separated from any company logo.
2. The AMPP Badge must be positioned at the lower right or lower left of the front or back page of a personal letter or memorandum.

Questions regarding use of the AMPP Badge should be referred to the Marketing Department of AMPP Headquarters.

AMPP prohibits the use of the Association's name in such a manner as it might be interpreted by an unrelated third party to endorse an individual, organization, product or service, except to the extent noted below:

A member of the Association in good standing may use the following text form: "(individual) is a member of AMPP, NACE International and/or SSPC."

Example:



CORPORATE MEMBER

Any Corporate Member in good standing may display the appropriate AMPP Corporate Member Logo for the purpose of identifying the Company or Organization as being a Corporate Member of AMPP.

In order for the Corporate Member to utilize the AMPP Corporate Member Logo the following conditions must apply:

1. The AMPP Corporate Member Logo must be clearly separated from any company logo.
2. If used in marketing communications materials the AMPP Corporate Member Logo must be positioned at the lower right or lower left of an advertisement, poster, banner or website; or at the lower right or lower left of the front or back page of a brochure.

The AMPP Corporate Membership logo may be used on:

- Corporate websites
- Corporate letterhead
- Corporate social media
- Advertising

The AMPP Corporate Membership logo may not be used in the following places:

- Individual social media pages and profiles
- Individual business cards
- Individual letterhead
- Individual email signatures

Questions regarding positioning of other types of materials should be referred to the Marketing Department of AMPP.



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The AMPP Corporate Member Logo must be used in its entirety as shown below. Alterations of this Logo will not be allowed.



AMPP prohibits the use of the Association's name in such a manner as it might be interpreted by an unrelated third party to endorse an individual, organization, product or service, except to the extent noted below:

A Corporate Member of the Association in good standing may use the following form:

" (name of organization) is a Corporate Member of AMPP, NACE INTERNATIONAL and/or SSPC."

AMPP PROMOTER

Any strategic promote of AMPP as designated by AMPP's Chief Executive Officer may display the appropriate AMPP Promoter Logo for the purpose of identifying the organization as being a strategic partner of AMPP.

For the Strategic Partner to utilize the AMPP Promoter Logo the following conditions must apply:

1. The AMPP Promoter Logo must be clearly separated from any organization logo.
2. If used in marketing communications materials the AMPP Promoter logo must be positioned at the lower right or lower left of an advertisement, poster, banner or website, or at the lower right or lower left of the front or back page of a brochure. Questions regarding positioning of other types of materials should be referred to the Marketing Department of AMPP Headquarters.
3. If the AMPP Promoter Logo is used on a website the logo must be linked back to the AMPP website: ampp.org.

The AMPP Promoter Logo must be used in its entirety as shown below. Alterations of this Logo will not be allowed.



CHAPTERS

Any AMPP Chapter in good standing may display the appropriate AMPP Chapter logo for the purpose of identifying the AMPP Chapter. The AMPP Chapter logo may only be used for official Chapter business on their Chapter website, social media profiles, Chapter led events and Chapter led advertisements.

No individual or organization is permitted to use the AMPP Chapter Logo on letterhead, business cards, advertising, or other print or electronic communications, except to the extent that said printed material is provided by AMPP for use in conducting official AMPP business. Questions regarding the use of the AMPP Chapter Logo should be referred to the Marketing Department of AMPP Headquarters.

AMPP prohibits the use of the AMPP Chapter Logos in such a manner as might be interpreted by an unrelated third party to endorse an individual or organization other than AMPP.



AMPP Business Card Policy

The use of the AMPP Corporate Logo and address on business cards shall be limited to AMPP staff,

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current Association officers (must include terms of office), and Board-approved special delegates to specific functions or meetings. Chapter officers must use the appropriate AMPP Chapter Logo on business cards. No other member or entity may use the AMPP Corporate Logo for personal business cards.

Questions regarding use of the AMPP badges and logos should be referred to the Marketing Department of AMPP Headquarters.

Anyone in violation of the logo policies is subject to disciplinary action.

COPYRIGHT, PATENT AND TRADE NAMES POLICY

Any invention or patent arising from research or other projects contracted or sponsored by AMPP or the Center shall belong to AMPP or the Center, unless otherwise stipulated in the governing contract.

When appropriate, decisions with respect to obtaining patent protection on inventions shall be at the sole discretion of AMPP or the Center. The cost of filing and procuring of patents on inventions shall be at AMPP's or the Center's expense and all patents issuing on such application shall be the property of AMPP or the Center, unless otherwise agreed.

AMPP or the Center research seed grants are not research projects contracted or sponsored by AMPP or the Center and thus this patent policy does not apply. The grants are to promote interest in corrosion research without any contractual agreement with AMPP or the Center.

INCLUSION, DIVERSITY, EQUITY AND ACCESS (IDEA)

The continued success and growth of the Association and Center depends on talented, well-motivated volunteers drawn from a variety of backgrounds. The Association and the Center is committed to and acknowledges and respects the value of a diverse and inclusive community that promotes and increases active participation by all. A diverse and inclusive community is one that not only embraces differences but grows and leverages members' capabilities regardless of differences. All individuals are valued for their knowledge, skills, abilities, and capacity to contribute to the success of both the activities in which they are involved and to the entire organization.

Throughout the Association and the Center, members, staff, customers, suppliers and other stakeholders are to be treated as dignified human beings, afforded respect, and provided equality of opportunity regardless of differences.

We are committed to encouraging and supporting activities, committees and programs to create environments that draw upon the strength of all our membership and to establish leaders that support these principles. Furthermore, all leaders of the Association and the Center have responsibility to implement and support this Policy and to identify matters of concern to the CEO or an Officer of the Association or the Center.

Violations of this Policy may be addressed by the Association or Center Board of Directors or the Ethics and Professional Practice Committee, at its sole discretion.

ALCOHOL AND DRUG POLICY

AMPP and the AMPP Global Center are committed to the health and well-being of its staff, members, customers, event participants, and vendors. This Policy addresses the availability and consumption of alcoholic beverages at AMPP affiliated events. Those who choose to drink alcoholic beverages at AMPP-affiliated events are expected to do so legally and in moderation and are expected to act responsibly and behave professionally.



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The sale or distribution of alcoholic beverages at any AMPP affiliated event must be conducted through a licensed provider. Non-alcoholic beverages are required at all affiliated events at which alcohol is served.

Alcohol should cease being served to allow for safe consumption before the designated time for close of the function. Non-alcoholic beverages may remain available at this time.

Advertisements shall not highlight the availability of alcohol at any affiliated event. Advertising shall not promote consumption of alcohol.

International Communities are not covered under AMPP insurance programs and should conform to all applicable regulations. Appropriate insurance coverage is recommended. Those international Communities not explicitly covered under AMPP insurance programs must indemnify and hold harmless AMPP for any and all sponsored events where alcohol is distributed and consumed. For all affiliated events where alcohol is available, the sponsoring group will endeavor to establish agreements establishing reciprocal indemnification and hold harmless responsibilities and insurance requirements with the venue. Any member, sponsor, vendor or exhibitor at an affiliated event wishing to sell or distribute alcohol must conform to this Policy and any other directives made by AMPP staff.

The use of alcoholic beverages or other controlled substances by any member, sponsor, vendor or exhibitor at an AMPP affiliated event shall comply with federal, state and local laws. Members, staff, vendors and customers at AMPP affiliated events shall conform to this Policy and all other applicable policies, including, but not limited to, the Code of Ethics and Health, Safety, and Risk Management, current versions of which are incorporated herein by reference.

Individuals who violate this Policy may be subject to the disciplinary procedures, including, but not limited to, suspension or loss of membership, disbarment from future AMPP affiliated events and/or other sanctions as deemed appropriate. Communities or other AMPP affiliates who violate this Policy may be subject to the disciplinary procedures, including, but not limited to, suspension or loss of affiliation, disbarment from future affiliated events and/or other sanctions as deemed appropriate by the Association or Center Board of Directors.

Violations of this Policy may be addressed by the Association or Center Board of Directors or the Ethics and Professional Practice Committee, at its sole discretion.

SPOKESPERSON POLICY

Only authorized persons shall speak, write, or act on behalf of the Association or the Center. Authorization, for only a limited and specific purpose, shall be granted by the Association's Board of Directors, Association's Executive Committee, or the Chief Executive Officer (each, an "Association Authorizing Party"), when acting on behalf of the Association or the Center's Board of Directors or the Center's Executive Committee, or the Chief Executive Officer (each, a "Center Authorizing Party"), when acting on behalf of the Center.

Unauthorized persons shall not speak for, or act on behalf of, the Association or the Center nor represent or hold themselves out to any other person, the public, or in public forums (including internet chatrooms, networking sites, bulletin boards, webinars/podcasts, blogs, social media, etc.) as possessing or exercising, whether expressly or implied, such authority.

No person shall have the authority to bind the Association or the Center, either orally or in writing, without the prior, written approval of an Association Authorizing Party, in the case of the Association, or a Center Authorizing Party, in the case of the Center.

In the area of standards development and standards interpretation, the Center shall conform to all mandatory government standards, ANSI's (American National Standards Institute) national standards, and current policies and rules as approved by the Center's Board of Directors.

In keeping with the above policy, a disclaimer statement shall be required to be made by AMPP members or members of the Association's or the Center's committees when speaking

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or writing to individuals or groups where nonmembers of the Association are present, to prevent any chance of statements being mistaken as representing those of the Association or the Center. A recommended disclaimer for such purpose is, "The opinions and statements I express are my own and do not necessarily represent those of the Association for Materials Protection and Performance."

Further, no Association member, officer or chair shall use an Association or Center speaking opportunity as a means to promote their business or a commercial product.

LEGAL DOCUMENTS

As the AMPP Board of Directors, we have a fiduciary responsibility to protect the legal and financial interests of the organization. At the same time, we have a responsibility to ensure that the organization is fulfilling its mission and serves its members well. To this end, we expect all legal documents that the organization's members and other AMPP customers may be asked to sign in AMPP's regular course of business when using AMPP's products, programs, and services to strike a reasonable balance between protecting the interests of the organization without becoming onerous to the member or customer. These legal documents should be written in such a manner that a reasonable person who is not in the legal profession can understand.

POLICY REVISIONS AND ADDITIONS

It shall be the responsibility of the AMPP and AMPP Global Center Board of Directors to maintain and revise the Association Policies and Procedures Charter. Revisions or additions to the Association Policies and Procedures Charter shall require a simple majority vote of the AMPP and AMPP Global Center Board of Directors.

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