

Code of Ethics

NAIW CODE OF ETHICS

Introduction

Membership in the National Association of Insurance Women (International) ("NAIW") is a privilege. NAIW (International) membership is open to all in the insurance and risk management industries who strive for and practice professionalism, regardless of their career level.

In order to maintain the privilege of NAIW membership, it is important that NAIW members act with integrity and avoid any action that will compromise the member, NAIW itself and the member's relationship with NAIW. The principles in this Code of Ethics (the "Code") provide guidelines that are intended to enable NAIW members to conduct their membership activities in a professional manner. However, these guidelines do not supersede any fiduciary duty owed by members, officers, Directors, employees, agents or volunteers of NAIW under applicable law.

NAIW members are expected to understand and comply with the policies set forth in this Code. Accordingly, all NAIW members should read the Code carefully to make sure they understand all the provisions of the Code, the consequences of not complying with the Code, and the importance of the Code to NAIW's continued success in all insurance and risk management industries.

While this Code cannot anticipate every possible situation or cover every topic in detail, the central concept of the Code is to confirm NAIW's commitment to the principles of ethical and lawful conduct, and all decisions should be evaluated in this light.

Conflict of Interest

A conflict of interest may arise when a member takes action or has personal interests that are incompatible with the interests of NAIW. NAIW members should never abuse their relationship with NAIW by competing with NAIW or bringing discredit or disrepute to NAIW. In any situation where it may reasonably be perceived that there is a conflict of interest, members shall disclose any personal, business or organizational interests, affiliations or activities that could be construed as a conflict with the activities of NAIW.

Use of NAIW's Intellectual Property

NAIW is the sole and exclusive owner of all its intellectual property, including but not limited to the name, trade name and trademarks of NAIW. Any use by a member of the intellectual property of NAIW must be authorized in advance in writing by an authorized representative of NAIW.

Confidentiality

The reputation of NAIW is a valuable asset and should not be exploited by a member for personal advantage or for the advantage of any other person or entity. Information about the activities of NAIW that a member acquires and that is not generally known or available to the general public, including but not limited to procedures, methods, programs, systems, strategies, improvements, customer lists, and technical data, shall be treated as proprietary and confidential information of NAIW. Furthermore, all confidential information is property of NAIW.

Acceptance of Gifts

Members shall not accept gifts, favors, loans, discounts, or other consideration (other than items of nominal value, i.e., less than \$25.00 in the aggregate) from non-members in connection with their membership or service to NAIW, without advance disclosure and approval of the offer of such gift to an authorized representative of NAIW.

Personal Conduct

In order to protect the reputation of NAIW, no member of NAIW shall have (i) been convicted of a felony, (ii) engaged in intentional, bad faith misconduct which is detrimental to NAIW at NAIW's sole determination, (iii) suffered the loss of any insurance license issued by any governmental authority, or (iv) engaged in business practices that do not conform to generally accepted practices of the insurance industry (collectively a "Disqualification" and sometimes referred to as "Disqualified"). In the event a member of NAIW is determined to be Disqualified, the member shall immediately notify NAIW in writing of the Disqualification.

If a member of NAIW is Disqualified, all membership rights and privileges of such person shall immediately cease, whether or not the member has officially resigned his or her membership in NAIW. Members agree to cooperate with NAIW with respect to any inquiry involving a Disqualification.

Violation

Any violation of this Code of Ethics may be grounds for immediate revocation of membership and membership privileges. The Board of Directors of NAIW has the authority to consider issues involving membership violations and may determine to revoke the membership of any person that it determines has, more likely than not, violated this Code of Ethics. Before membership may be revoked, a member will have the right to respond. For more information, see the Ethics Violation Appeals Process.

NAIW agrees to maintain, as confidential, any determination resulting in the revocation of the membership rights of a former NAIW member.

ETHICS VIOLATION APPEALS PROCESS

In an effort to ensure fairness to all members facing disqualification, NAIW International has established the Ethics Violation Appeals Process to give members the right to respond to an ethical violation before revocation of membership rights. Below is a detailed description of how the Appeals process works.

1. Before action can be taken to revoke a membership for ethics violations, the member (Respondent) will be given the opportunity to respond to the charges.
2. The International President, or designee, shall set a hearing date for a conference call. The hearing date shall be set at a reasonable time after Notice, as determined solely by NAIW.
3. The International President, or designee, shall send a "Notice" to the Respondent. The Notice will inform the respondent of the specific sections of the Code of Ethics alleged to have been violated. The Notice shall be sent by email and by Certified Mail, to the last known address of the Respondent, return receipt requested.
4. The Respondent may write an "Answer" to the charges not later than ten (10) days prior to the date of the Hearing, addressed to the International President, and preferably sent by certified mail, return receipt requested. The Respondent may also provide an Answer by email. The Respondent may choose to proceed with the Hearing without

filing an answer and may provide oral testimony only.

5. The International President or designee shall provide an electronic copy of the Answer via email to each member of the Board.

6. The Hearing shall be conducted by a Committee including the International President and three appointed members of the Board. To be appointed to the Committee, Board members must be nominated by the President and confirmed by a majority vote of the Board members.

7. The hearing shall be conducted by conference call. The call shall include the members of the Committee and the Respondent. The International President shall appoint a neutral Board member of the Committee to act as Hearing Chair. The Chair will introduce all parties and give a brief explanation of the purpose of the Hearing and how it should proceed. The Chair shall explain that each person will speak in turn as they are called upon. The Chair will ask the International President to present the alleged ethics code violation on behalf of NAIW. At the end of the President's presentation, the Chair will ask any members of the Committee if they have any questions for the President. The Chair will then allow the Respondent to speak in defense of her Answer. Upon completion of the Respondent's testimony, the Chair will ask each Committee member for questions. Once the Committee is satisfied with the oral testimony of the Respondent, the Respondent will be dismissed from the conference call. The Committee shall continue the discussion and make a recommendation to the Board whether the Respondent's membership privileges should be revoked. The full Board will then vote on the Committee's recommendation in a scheduled conference call.

8. The Board will make its best efforts to give Respondent a written decision within a reasonable amount of time after the Hearing. The Decision shall be sent to the Respondent by email and by mail, return receipt requested.

9. The Board's Decision shall be final.