



# Code of Ethics and Conduct

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# Code of Ethics and Conduct

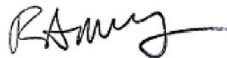
**Each person within the AO Foundation and the AO network is required to act in an ethical and compliant manner. Each individual is personally responsible for respecting and supporting the AO Foundation Code of Ethics and Conduct.**

All AO Foundation employees and officers must adhere to the following:

- ✓ Be compliant with the Code of Ethics and Conduct and all applicable laws
- ✓ Adhere to the principles of integrity and equal opportunity as well as respect the diversity of the people involved and the workforce
- ✓ Declare any conflicts of interest
- ✓ Act to preserve the AO Foundation's assets and to minimize expenses, while maintaining quality
- ✓ Avoid choices compromised by personal relationships, gifts, or other personal benefits
- ✓ Strive for excellence in patient care according to the principles taught by the AO Foundation
- ✓ Inform the AO Foundation leadership or the AO Foundation Ethics and Compliance Committee about any observed or suspected violations of the provisions of this Code of Ethics and Conduct.

Davos, October 2020

The President



**Robert McGuire**

The members of the AO Foundation Board



**Marcelo Figari**



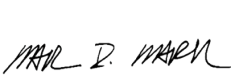
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# 1. General information

## 1.1 AO Foundation

The AO Foundation (AO) is a medically guided not-for-profit organization led by an international group of surgeons specialized in the treatment of trauma and disorders of the musculoskeletal system. Founded in 1958, by 13 visionary surgeons, the AO today fosters one of the most extensive worldwide networks of surgeons, operating room personnel, and scientists.

## 1.2 Mission statement

The mission of the AO is promoting excellence in patient care and outcomes in trauma and musculoskeletal disorders.

## 1.3 Purpose of the Code of Ethics and Conduct

The AO's Code of Ethics and Conduct outlines the policies, procedures, and standards of behavior that apply to the AO's employees and officers (non-employees in an official role within the AO).

## 1.4 Use of the Code of Ethics and Conduct

The Code of Ethics and Conduct defines the best standard of practice within the AO community, and towards AO partners (ie, public authorities, hospitals, research institutes, universities, health care providers, suppliers, industry, etc).

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## 2. General AO ethical principles

The following fundamentals guide behavior, activities and decision making of all AO employees and officers:

### 2.1 Integrity

AO employees and officers shall make their professional decisions in the AO spirit and not for reasons of personal gain or preference.

### 2.2 Objectivity

Decisions made by AO employees and officers shall be objective avoiding negative external or internal influences.

### 2.3 Confidentiality

Proprietary information and medical confidentiality - including personal health information - shall be strictly respected by AO employees and officers, unless legal grounds for disclosure exist.

### 2.4 Responsibility

AO employees and officers are committed to creating an atmosphere of trust, mutual understanding, and reliability amongst themselves and their partners. The AO aims to develop and to maintain qualified internal and external resources for research and development, clinical investigation, education, and knowledge management while meeting the highest standards of performance and responsibility in these activities. Furthermore, the AO employees and officers are responsible for the ethical involvement of human and animal subjects in approved research activities.

### 2.5 Commitment to society

AO activities take into account societal and environmental concerns, animal welfare, and civic behavior. The AO upholds human rights in its actions. The AO endeavors to work in partnership with all its stakeholders, while regularly seeking and taking their views into account.

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## 3. Personal and professional integrity

### 3.1 Data privacy

Any data pertaining to persons must be handled according to applicable data protection laws and AO policies. Personal information shall be:

- ✓ Obtained and processed lawfully with the informed consent of the individual.
- ✓ Used for a necessary, fair, and lawful purpose, and is used or transferred in accordance with the applicable legal requirements.
- ✓ Retained under the necessary security measures, for no longer than needed.

### 3.2 Patient protection

In the course of research and development activities, the well-being of participating patients remains paramount. Obtaining free and informed consent is mandatory and the patient has the right to withdraw at any given point of time. The AO, with its numerous institutes and committees involved in research and development activities, ensures that subjects involved in experiments and studies shall be given the appropriate respect and protection. As a rule, and without exception, all studies involving patients participating in research, funded or supported by the AO will need formal approval from a competent Ethics of Research Committee in accordance with applicable legislation and ethical guidance as determined by the Declaration of Helsinki.

The AO ensures that all collected patient-related information or data used, shared, or accessed are depersonalized.

### 3.3 Conflict of interest

Under no circumstances should conflict of interest of any nature (ie, personal, social, or financial) prevail upon the best interests of the patients and the AO. Situations that presume a possible conflict of interest shall be resolved by the line leadership preserving the interest of the AO's mission, policies, or processes. It is the responsibility of all individuals to avoid conflict of interest situations and to resolve these issues in a mutually acceptable way. Relationships with relatives, friends, etc., regarding employment, partnership or collaborative activities shall come under particular scrutiny.



### 3.4 Allocation of funds

All evaluations and decisions must be unbiased:

- ✓ Board, commission or committee members must disclose to their chair any relationship or involvement with applying entities/ individuals.
- ✓ Board, commission or committee members listed as applicants (either as principal investigator or as co-investigator), are defined as involved members.
- ✓ The involved board, commission or committee member must abstain and be excluded from the entire review and funding decision-making process pertaining to the application of applying entities/individuals to which he/she has a close relation or in which he/she is a listed investigator. He/she must not have sight of any documentation or reviews pertaining to the study, unless in his/her role as a listed investigator. He/she may not be present when the application is discussed.
- ✓ No involved board, commission or committee member shall communicate or publicly comment on the decision process or on the final decision to anyone outside of the deciding board, commission, or committee. This information is communicated by the chair of that body.

### 3.5 Hiring relatives, friends, etc.

The recruitment of relatives, friends, etc. of AO employees and officers is considered sensitive and critical.

Standard principles and guidelines on the recruitment of relatives, friends, etc. follow the same process and quality standards as for other candidates and are regulated by the AO Human Resources Policy.

### 3.6 Conflict of interest while dealing with friends

The AO is committed to fair and equal treatment of collaborators, partners, related organizations, or individuals and therefore priority or exceptional treatment due to personal relationships is strictly prohibited.

### 3.7 Anti-corruption policy

Because the AO is a complex and diverse organization, it faces significant risks of corruption and bribery. The fair and transparent practices of the AO do not allow corruption or bribery under any circumstances. The AO forbids accepting, giving, promising to give, demanding, or receiving directly or indirectly a bribe (monetary or otherwise), or any other form of payment including gifts, transfers of anything of value or advantages, regardless of the intention. In effect, these practices could influence decisions related to the AO or its activities in a manner that would violate anti-corruption laws. Particular emphasis is placed on insuring specifically that public or government officials are not provided with any unfair or inappropriate advantages.

All agreements signed by the AO should contain a provision for compliance with all the applicable laws and should comply with the anti-corruption policies of the AO.

### 3.8 Gifts and entertainment

AO employees or officers may occasionally receive or give inexpensive, branded or non-branded items as gifts or presents. This is acceptable if they are modest in value and in accordance with the national and local laws, regulations, and professional codes of conduct of the country where the AO employees and officers work or are licensed to practice. Gifts must either be beneficial to business practice (eg, stationery items, calendars, diaries, computer accessories for business use, and clinical items such as surgical gloves, etc), be beneficial to patient care (eg, long shoe horns), or serve a genuine educational function (eg, subscription to a medical journal, medical books, product support materials, etc). Gifts in the form of cash or cash equivalents are prohibited.

Entertainment events taking place in connection with an official activity in an appropriate location may be reimbursed by the AO. No stand-alone entertainment event will be reimbursed. The event must clearly be subordinate in time and focus relative to the session at hand (general rule: 80:20).



## 3.9 Transparency

Remunerations and salaries distributed by the AO are published annually as defined by the AO Transparency Policy.

## 3.10 Anti-competitive behavior

It is inevitable that AO employees will deal with industrial sponsors and partners. AO employees and officers must take the utmost care not to be involved in anti-competitive behavior\* and must avoid situations that may give rise to such a perception. AO employees and officers shall refrain from directly or indirectly engaging in deliberations or activities that constitute anti-competitive behavior or that violate anti-trust provisions.

(\* Anti-competitive behavior refers to eg, the arrangement to split a particular market with competitors, the involvement in a collusive approach to tender, or the establishment of discounts/benefits, etc.).

## 3.11 Non-discrimination

The AO operates worldwide. It values its extensive global network in numerous countries, with people coming from diverse cultural backgrounds. For many years, the AO has been expanding its network and creating an equal opportunity for collaboration, development, and advancement. All internal and external partners are treated fairly and equally, avoiding unconditional and absolute priority to any one of them. Therefore, the AO promotes openness to diversity and proscribes discrimination based on ethnicity, religion, language, race, citizenship, age, disability, gender, and sexual identity. All forms of discrimination, violation of personal dignity, sexual harassment, bullying, or creation of an unpleasant and divisive atmosphere are not tolerated by the AO.

## 3.12 Confidential information

The AO is a holder of numerous trade secrets, patents, know-how, and information related to research and development along with clinical, medical, and personal or stakeholder data. Therefore, the AO manages internal as well as external information under strict confidentiality control and secures this information from unauthorized and illegal divulgation.

Confidentiality agreements are commonly signed prior to any access to third-party confidential information.

Moreover, the AO is bound to the applicable laws concerning use, possession, storage, or transfer of proprietary information and will take action in case of inappropriate use of such confidential information. To avoid a careless approach to confidential information, AO employees are advised to:

- ✓ Use electronic devices safely (eg, locking computers while working in an open environment, using virus protection software, avoiding external e-mail or telephonically soliciting information, etc).
- ✓ Ensure they are not overheard by parties without access to confidential information.
- ✓ Always keep physical forms of confidential information in locked cabinets and destroy all confidential information that is no longer needed.

The obligation to keep acquired information confidential remains in force for in general three years after the end of the relationship with the AO and its employees, consultants, agents, subcontractors, partners, or students.



### 3.13 Intellectual property rights

Protecting the intellectual property of the AO is essential to its staying competitive in its field. Intellectual property includes patents, trademarks, trade secrets, data, copyrights (author's rights), scientific and technical knowledge, know-how, and methods and practices developed in the course of AO activities. The means of protecting AO intellectual property without infringing and violating third-party intellectual property, especially plagiarism have to be considered a key responsibility on a daily basis.

In keeping with the highest AO tradition, as exemplified by the founders, the ownership of intellectual property rights within AO activities belongs to the AO. AO employees and officers shall claim rights to be named as inventor only in areas where substantial contribution has been rendered in accordance with the rules and regulations, governing publications and intellectual property rights contained in the AO Patent Guidelines.

### 3.14 Social media

All activities by individuals associated with the AO on social media, in a personal or professional capacity, may have an impact on the AO's reputation.

Individuals associating themselves publicly with the AO must ensure they adhere to the standards set out in the relevant AO guidelines and documents, including the Code of Ethics and Conduct, in activity on social media.

Special guidelines exist covering the use of medical images, from operations and wet labs. The goal of these images must always be educational and images taken by course participants must not be shared over social media.

AO Foundation leaders have a particular duty to ensure they adhere to AO values in social media activity.

### 3.15 Records management

All the data and records managed by the AO need to be accurately stored and protected.

AO agreements signed by each unit have to be registered in the AO Contract Database with access provided to any of the units directly or indirectly related to the specific agreement. The physical originals of AO agreements have to be stored according to AO internal policy rules. All and any of the AO employees or individuals acting on behalf of the AO have an obligation to safely keep and store all the records related to, or involved with, the AO. Full and timely stored agreements, records, invoices, minutes, and other documents shall be protected and shall reflect the AO's state of business.

All data, including but not limited to, sensitive data, such as patient information, must be managed according to applicable laws.

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## 4. Comprehensive compliance management

### 4.1 Aim of the ECC within the AO

The ECC aims to provide the appropriate guidance so that the actions, services, and behavior of all bodies and persons that are part of the AO (including its units, employees, clinical divisions, institutes, legal entities and officers) are compliant with the rules and regulations of the AO, the relevant legal and regulatory prescriptions, and the appropriate ethical behavior. The ECC issues opinions on topics related to the Code of Ethics and Conduct, investigates and makes recommendations for sanctions in case of violations. The ECC decides independently to investigate all relevant issues, complaints, situations, and behavior it deems necessary, related to all matters endangering the AO and its reputation and image. The ECC decides where, when and how investigations shall be initiated, performed, and terminated as well as the prioritization of such investigations. Investigations are kept confidential. The AOFB may request the ECC to initiate an investigation.

### 4.2 ECC and AOFB reporting and communicating

After investigation and deliberation, the ECC prepares recommendations, which the Chair of the ECC or the Ethics and Compliance Officer (ECO) will deliver to the AOFB. The Board will be responsible for approving the recommendations and implementing them through its existing structure. The AOFB will then report to the ECC about the actions undertaken. The chair of the ECC reports regularly to the AOFB and to the Assembly of Trustees as regards the activities of the ECC. The AOFB decides how decisions are communicated internally within the AO as well as externally.

### 4.3 Organization of the ECC

The ECC consists of a Chair (a surgeon not involved in any other AO governing bodies) and three independent members. The ECC is an independent body within the governance structure of the AO proposing values and developing standards for the ethical and compliant behavior expected from all members and entities of the AO. The ECC investigates, and provides guidance on questions, issues, and complaints related to actions, services, and behavior of all persons and bodies of the AO with regard to ethical behavior and compliance. This guidance is provided in the form of recommendations to the AOFB.

## 4.4 ECO

The ECO is the first point of contact for the ECC for all questions, issues and complaints with regard to actions, services and behavior of all persons and bodies of the AO. The ECO is accessible at all times by all parties using a dedicated ECC phone number and e-mail account. Reporting to the ECO may be undertaken on either an anonymous or a non-anonymous basis. In his/her capacity, the ECO is independent and reports directly to the Chair of the ECC. In urgent cases, the ECO may initiate an investigation after consultation with the Chair of the ECC. The ECC is informed by the ECO in a timely manner. Depending upon circumstances, and if deemed necessary, the Chair or any member of the ECC, may also act as the first contact.

## 4.5 Obligation to report perceived violations of the Code of Ethics

Any employee or officer is to report the perceived breach of the Code of Ethics and Conduct or ethical violation to the line leadership. If this feels inappropriate, the ECO (direct line: +41 81 413 01 62 or [eco@ecc.aofoundation.org](mailto:eco@ecc.aofoundation.org)) or the chair of the ECC ([chair@ecc.aofoundation.org](mailto:chair@ecc.aofoundation.org)) may be approached directly. Violation reports may be submitted in any form (letter, e-mail, or phone call). The complete process is conducted in strict confidentiality. Upon request, anonymity is guaranteed both internally and externally, and any personal information will remain known only to the ECO and the Chair of the ECC.

The ECC shall be contacted, in its advisory role, in the occurrence of a risk of illegal, unauthorized or insecure data handling leading to a real or potential breach of privacy in connection with patient protection (3.2 above).

The ECO collects all and any issues or complaints, lists them, informs the Chair of the ECC immediately, and initiates due process confirming to the involved person and/or entity that the investigation has commenced. If the Chair of the ECC is contacted, the ECO will be informed immediately. In collaboration with the ECO, the Chair of the ECC will determine if this issue requires urgent action and informs the ECC. The ECO reports to the ECC about all complaints and issues received and urgent measures taken and submits proposals to the ECC for measures to be taken in cases without urgency.



The existing structure is responsible for the application of all decisions by the AOFB regarding measures to be taken.

Employees may also contact the ECO for advice on breaches and possible non-compliance issues as stipulated in this Code of Ethics and Conduct or in other AO guidelines and policy requirements.

The provided reports will not lead to disadvantages for the involved AO employee or officer. However, if misleading information is provided intentionally, particular legal measures will be applicable. Only in special circumstances will anonymous reports be considered by the ECC.

Davos, October 2020

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