

AJC
EMPLOYEE CODE OF ETHICS

Effective February 2014

Introduction:

The mission of American Jewish Committee is *to enhance the well-being of the Jewish people and Israel, and to advance human rights and democratic values in the United States and around the world*. In pursuit of this goal, American Jewish Committee, its subsidiaries and affiliates (sometimes collectively “AJC”) are committed to the highest standards of integrity and ethical conduct. Therefore in December 2013, AJC’s Executive Council adopted a Code of Ethics for *Included Lay Leaders*, as defined in that Code (the “Lay Code of Ethics”). This **Employee Code of Ethics** extends the principles of that Lay Code of Ethics to AJC’s employees. We feel that it is appropriate to adopt a separate Employee Code of Ethics for AJC’s staff (“Affected Employees”) other than Key Employees (as defined in the IRS Form 990)¹, who have a responsibility to fully support AJC’s mission; but who are not expected to provide the same level of financial support as the lay leaders although they are vested with responsibility to sustain the viability of the organization.

AJC understands that employees may have some level of involvement and interests in other organizations; and that those activities are not always detrimental or materially detrimental to AJC and will not necessarily give rise to a violation of this Code. This Code addresses where those involvements and interests can/cannot co-exist with an employee’s role at AJC.

AJC’s Employee Conflicts of Interest Clearance Committee (“Employee Conflicts Clearance Committee”), which consists of the Chief Operating Officer, the General Counsel and the head of Human Resources, will determine whether there is a violation of this Employee Code of Ethics by Affected Employees, based on all relevant facts and circumstances and pursuant to the procedures established by the Employee Conflicts Clearance Committee from time to time. The Employee Conflicts Clearance Committee also shall determine appropriate actions to be taken in the event of violations of this Code by Affected Employees; whereas the Conflicts Clearance Committee established under the Lay Code of Ethics will determine violations, and appropriate actions for violations, by Key Employees.

¹ Key Employees (as defined in the IRS Form 990) are covered under the Lay Code of Ethics.

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Policy Statement:

AJC's Affected Employees have legal duties and responsibilities to AJC, including a Duty of Loyalty. This means they will exercise their business judgment in carrying out their responsibilities in a manner that they reasonably believe to be in AJC's best interest and not for personal gain or for the benefit of another organization. It also means that Affected Employees will act to protect AJC's corporate opportunities and the confidentiality of AJC's confidential information; to promote the proper use of AJC's assets; to comply with applicable laws, rules and regulations; and to encourage the reporting of illegal or unethical behavior.

Affected Employees are expected to adhere to this Code. It is the responsibility of each Affected Employee to become familiar with and understand this Code, and to seek further explanation and advice concerning the interpretation and requirements of this Code, as well as any situation which appears to be in conflict with it.

Corporate Opportunities: In carrying out their duties and responsibilities, Affected Employees should advance the interests of AJC when the opportunity to do so arises. Affected Employees should avoid: (a) taking for themselves personally opportunities that are discovered in carrying out their duties and responsibilities; (b) using the property or information of AJC, or their AJC position, for personal gain or for the gain or advantage of others, including other corporations or entities; and (c) competing with AJC to the material detriment of AJC.

Confidentiality: Affected Employees should observe the confidentiality of information that they acquire in carrying out their duties and responsibilities, except where disclosure is approved by AJC or legally mandated.

Protection and Proper Use of AJC Assets: Affected Employees should promote the responsible use and control of AJC's assets and resources by AJC and its employees. AJC assets, such as information, intellectual property, facilities, software, and other assets owned or leased by AJC, or that are otherwise in AJC's possession, should be used only for AJC's legitimate purposes.

Compliance with Laws, Rules and Regulations: In carrying out their duties and responsibilities, Affected Employees should comply, and seek to cause AJC to comply, with applicable governmental laws, rules and regulations. In addition, Affected Employees should bring to the attention of AJC's Special Counsel or General Counsel any information that he or she believes constitutes evidence of a violation of any law, rule or regulation applicable to AJC and its activities, by AJC, or any of its employees, officers or directors.

Encouraging the Reporting of Illegal or Unethical Behavior: Affected Employees should cause AJC to proactively promote ethical behavior and encourage employees to report evidence of illegal or unethical behavior to appropriate AJC personnel in accordance with AJC's Whistleblower Policy.

Any waiver of the requirements of this Code may be authorized only by the Employee Conflicts Clearance Committee.

Please direct questions regarding the application or interpretation of this Code to AJC's General Counsel (Marc Stern, sternm@ajc.org).