

THE KRESGE FOUNDATION
CODE OF CONDUCT
(Revised June 5, 2024)

Sebastian S. Kresge established The Kresge Foundation to “support organizations whose object is to promote the well-being of mankind.” Through our grantmaking programs, we seek to strengthen the capacity of charitable organizations to provide effective programs of quality.

The Foundation is committed to lawful and ethical behavior in all our activities. It is the obligation of all staff and Trustees to treat their internal and external colleagues, grant seekers, grantees, vendors, contractors, consultants, the media and members of the general public in a professional and respectful manner. While not every situation can be anticipated, staff and Trustees are expected to act, at all times, and in all circumstances in a manner that reflects good judgment and integrity, consistent with the highest professional and ethical standards, and in compliance with all Foundation policies.

Staff or Trustees who feel a breach of the Code of Conduct (“The Code”) has taken place should follow the process described in Section X. The consequences for violation of this Code can be serious. Each situation will be evaluated based on all relevant circumstances. Disciplinary action can include immediate termination of employment, service or other actions determined to be appropriate in light of all circumstances.

I. Personal and Professional Integrity

All staff and Trustees of the Foundation will abide by the Foundation’s values which shape who we are as an organization and guide how we work – with each other and with our many grantees and partners. The Foundation’s values are as follows:

▪ **Creativity**

How we approach our work

We will embrace experimentation, reasoned risk-taking, and continuous improvement, recognizing that we must balance support for proven and effective approaches with the pursuit of new approaches that, although unproven, hold the promise of breaking through stale or unproductive approaches to the seemingly intractable challenges our society faces.

▪ **Equity**

How we pursue fairness, justice and dignity for all.

We promote an inclusive culture that embraces our shared humanity while critically examining the racial, cultural and social context of systemic inequities in our society. We believe that equity is both a process and an outcome and therefore are compelled to relentlessly use our power to dismantle barriers that impede equitable opportunity for each other and for the communities that we serve.

- **Opportunity**

How we seek to improve the lives of low-income people living in America's cities and how we invest in our staff

Through the work of our programs and partnerships, we will deploy an array of grantmaking and investing tools to expand opportunities for low-income people living in America's cities so that they may improve their life circumstance and join the economic mainstream.

We will foster a workplace environment and culture in which staff members have the opportunity to express their talents and ambitions, be acknowledged and rewarded for their achievements, grow in their effectiveness and careers, and see their efforts reflected in a strengthened sense of common purpose.

- **Partnership**

How we work with others

We will actively seek out and embrace opportunities to partner and support others to devise and implement solutions, recognizing that by cooperating, coordinating, and aligning with others and one another we will leverage collective experience, insight, networks, and resources to more effectively advance the foundation's mission to promote human progress.

- **Respect**

How we treat one another

We will treat with respect every staff member, and everyone with whom we work, valuing each person's distinctive background, personal style, and perspectives, while displaying honesty, dignity, kindness, trust, and collegiality in all of our interactions with one another.

- **Stewardship**

How we manage our resources

We commit to exhibiting the highest levels of integrity, humility, excellence, and an abiding sense of responsibility in acting as stewards of the human, reputational, and financial resources entrusted to us to advance the foundation's mission and to animate the credo of our founder, Sebastian Kresge to leave "the world a better place than we found it."

II. Mission

The Foundation has a clearly stated mission of promoting human progress. All of its programs support that mission and all who work for or on behalf of the Foundation are expected to understand that mission and purpose.

III. Governance

The Foundation has a governing body that is responsible for setting and advancing the mission and strategic direction of the Foundation and oversight of the finances, operations, and policies of the Foundation. The governing body:

- Ensures that its Trustees have the requisite skills and experience to fulfill their governance duties, acting for the benefit of the Foundation and its purpose;
- Has a Conflict of Interest/Duality of Interest Policy that ensures that any conflicts of interest or the appearance thereof are avoided or appropriately managed through disclosure, recusal or other means;
- Ensures that the CEO and appropriate staff provide the governing body with timely and comprehensive information so that the governing body can effectively carry out its duties;
- Ensures that the Foundation conducts all transactions and dealings with integrity and honesty;
- Ensures that the Foundation promotes working relationships with Trustees, staff, and grantees that are consistent with the Foundation's mission and values;
- Ensures that the Foundation is fair and inclusive in its hiring and promotion policies and practices for all Trustees and staff positions;
- Ensures that policies of the Foundation are in writing, clearly articulated, and officially adopted;
- Ensures that the resources of the Foundation are responsibly and prudently managed; and,
- Ensures that the Foundation has the capacity to carry out its programs strategically and effectively.

IV. Legal Compliance

A variety of laws and regulations apply to the Foundation and its staff and Trustees, the violation of which may carry civil or criminal penalties for the Foundation and the individual. It is the responsibility of each Trustee and staff member to be knowledgeable about and comply with all such laws and regulations.

V. Diversity, Equity and Inclusion

The Foundation has a policy of promoting a diverse, inclusive and equitable workplace in order to enrich its programmatic effectiveness. The Foundation promotes inclusiveness in recruitment, hiring, retention, promotion, and communities served.

VI. Responsible Stewardship

The Foundation manages its funds responsibly and prudently. The Foundation staff and Trustees ensure that:

- An adequate amount is spent on administrative expenses to ensure effective accounting systems, internal controls, competent staff, and other expenditures critical to professional management;
- Staff compensation is reasonable and appropriate;
- Draws from endowment funds will be prudent and consistent with Foundation intent and as provided for in each grant agreement;
- All spending practices and policies are fair, reasonable, and appropriate to fulfill the mission of the Foundation and are consistent with the Foundation's values; and,
- All financial reports are factually accurate and complete in all material respects.

VII. Openness and Disclosure

The Foundation provides comprehensive and timely information to the public, the media, and all stakeholders and is responsive in a timely manner to reasonable requests for information. All information about the Foundation will fully and honestly reflect the policies, practices and operations of the Foundation. Basic informational data about the Foundation, such as the Form 990PF, the annual report and audited financial statements will be available to the public. All financial, organizational, and program reports will be complete and accurate in all material respects.

VIII. Program Evaluation

The Foundation regularly reviews program effectiveness and incorporates lessons learned into future programs. The Foundation is committed to improving program and organizational effectiveness and developing mechanisms to promote learning from the Foundation's activities. The Foundation is responsive to changes in its field of activity and the needs of its grantees.

IX. Grantmaker Guidelines

With respect to grant applicants, the Foundation is committed to being:

- A high-performance organization reflecting the standards we ask of others;
- Respectful of applicants' agendas and priorities;
- Open and accessible;
- Available to share its experience and knowledge;
- Pragmatic in the face of change or unusual circumstances;
- Empowering for nonprofit staff and volunteers;
- Clear and timely in communications;
- Consistent in its encouragement of diversity in boards, staff and persons served; and,
- Fair and respectful.

X. Reporting Process

Staff is encouraged to seek guidance from the CEO or a member of the Board of Trustees concerning the interpretation or application of this Code. Board members are likewise encouraged to approach the Chair or other appropriate Trustees. Any known or possible breaches of the Code should be disclosed. Reports of possible breaches should follow the procedures outlined in the Foundation's Whistleblower Policy.