

# United Taxidermists Association

**Policy:** 1-06

**Category:** General

**Subject:** Conflict of Interest

**Approved:** \_\_\_\_\_

**Revised:** \_\_\_\_\_

## Statement of Purpose.

The purpose of the following policy is to assure that all recommendations and decisions made by the United Taxidermists Association (UTA) are done so in a manner that encourages member and public confidence in the UTA's processes and outcomes and to prevent the personal interest of Board members, staff members and volunteers from interfering with the performance of their duties to the United Taxidermists Association, or result in personal financial, professional or political gain on the part of such persons at the expense of the UTA or its members, supporters or other stake holders.

Additionally, this policy is to protect the UTA's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, Board member Committee chair, Committee members or other volunteer. This policy is intended to supplement but not replace state laws governing conflicts of interest applicable to non-profit corporations.

**Definitions.** The following definitions apply to this policy:

Board:	Board means the Board of Directors
Conflict of Interest:	Conflict of Interest (also conflict) means a conflict, or the appearance of a conflict, between the private interest and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers and Board members of the UTA
Disclose:	Disclose shall mean delivery of notice to the UTA Board President or announcement during any meeting of the Board or Committee as soon as is reasonably practicable, but in any event before the person making the disclosure votes or participates in the decision of anything related to the subject matter of the disclosure
Gain:	Gain shall mean gifts, gratuities and pecuniary gain, whether perceived, direct or indirect, from UTA funded programs and activities with which the participant is involved.
Household:	Household shall mean anyone who resides with the participant or members of the participants' immediate family, including spouse, child, spouse of child,

brother, sister or spouse of brother or sister.

Officer:	Officer means an officer of the Board of Directors
Participant:	Participant means any person who is a member of, or an independent contractor for, the UTA. This includes officers and members of the UTA Board, all Committee members, volunteers serving on Committees, other volunteers, working groups or employees of the UTA Volunteer
Staff member:	A staff members means a person who receives all or part of his/her income from the payroll of the UTA
Supporter:	A supporter means corporations, foundations, individuals other nonprofit and other organizations and individuals who contribute to the UTA .
Volunteer	means a person - other than a Board member who does not receive compensation for services and expertise provided to the UTA and retains an independent decisions making authority to commit resources of the organization

## **Relationship with Other Applicable Law**

This Policy supplements but does not supersede federal, state and municipal law governing Conflict of Interest as it may apply to the UTA

## **Authority for Adoption**

This policy is adopted pursuant to the Board of Directors responsibilities as a nonprofit corporation and Article IX, Section 2 (a) of the UTA Bylaws.

## **Use of Information**

The UTA Conflict of Interest policy must be made known to the participants, reasonably available for public review and shall as a minimum be distributed to those who wish to serve is any elected or appointed position.

A participant may not use UTA records or information for personal or organizational gain or for someone else's personal or organizational gain.

## **Conflicts of Interest**

A Conflict of Interest occurs when the interest of the participant, or a members of the participants households, conflict or appear to conflict with the interests of the UTA

A Conflict of Interest occurs when a participant, a member of the participants' household, or an organization that employs a participant has a substantial financial or perceived financial interest in an action to be taken by the UTA

A Conflict of Interest occurs when anyone in a position to make decisions about spending the UTA's resources (i.e., transactions such as major purchases and contracts) whom also stands to or is perceived to stand benefit from that decision.

A Conflict of Interest occurs when a Board member is related to another Board member or staff member by blood, marriage of domestic partnership.

A Conflict of Interest occurs when Board member or their organization stands to or is perceived to stand to benefit from an UTA transaction.

A Conflict of Interest occurs when a Board member's organization receives or is reasonably perceived to receive

direct or indirect funding from the UTA

A Conflict of Interest occurs when a Board member or staff member is a member of the governing body of a contributor to the UTA

A Conflict of Interest occurs when a volunteer working on behalf of the UTA meets any of the situations or criteria above

A participant shall make full disclosure of any actual or potential conflicts of interest by annually signing the UTA Conflict of Interest Disclosure Statement, attached hereto.

Conflicts identified under any provision of this policy may be waived or otherwise remedied as provided herein.

## **Types of gains that constitute a Conflict of Interest**

*Gifts and Gratuities.* Participants and members of their households have a conflict if they directly or indirectly give, offer, request or accept gifts or gratuities from any person in connection with a transaction, proceeding, program or other associated action of the UTA

*Participation in funded activities.* Participants and members of their households have a conflict if they participate in programs and activities that are funded, in whole or in part by the UTA, unless

The participant does not participate in any manner influencing the decision or design of programs or activities where the participant, members of the participants household or employer may derive gain; and,

The application for any UTA funded or sponsored program or activity is reviewed and acted upon in accordance with the same guidelines and/or review criteria that apply to all applicants; and,

The participant does not participate in any manner in the review of, decision on, or vote for his or her application/participation; and,

The participant discloses to the UTA that his/her application/participation may represent a Conflict of Interest and such conflict is waived under this policy; and,

UTA maintains in its program records certification that the participant has complied with the requirements of this section and has taken the actions required by this policy to waive the potential Conflict of Interest.

## **Relationship creating a duty to disclose a Conflict of Interest.**

Participants shall disclose any relationship described under this section.

*Familial, marriage or domestic relationship with other Board members*

*Supervisory conflict* wherein the Board or staff member is related to other staff members he/she supervises.

*Organizational Conflict.*

Wherein a Board member or their organization or staff member stand to benefit from an UTA transaction where payment is received for services or goods other than part of his/her regular responsibilities, and/or,

Wherein the Board or staff member/s organization received direct or indirect funding from the UTA

Wherein the Board member or staff is a member of the governing body of a contributor to the UTA

Business Conflict.

Participants and members of their households have a Conflict of Interest if they may derive gain and if they serve on the Board of Directors of or act as an employee or independent contractor of any of the following:

Any entity that receives or seeks to receive UTA funds

Any entity that conducts any activities, or seeks to conduct any activities that are or may be paid for, in whole or in part by UTA funds.

## **Relief and Waiver**

Determining whether a Conflict of Interest exists

After disclosure of the potential Conflict of Interest and all material facts, and after any discussion with the interest participant, he/she shall leave the governing Board meeting or Committee meeting while the determination of Conflict of Interest is discussed and voted upon. The remaining Board or Committee members shall decide if a Conflict of Interest exists.

Procedures for addressing the Conflict of Interest

A participant may make a presentation at the governing Board or Committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and vote on the transaction or arrangement involving the possible Conflict of Interest.

The President of the governing Board or Committee chair shall, if appropriate, appoint a disinterested person or Committee to investigate alternatives to the proposed transaction or arrangement

After exercising due diligence, the UTA Board or UTA Committee shall determine whether a conflict of interest exists and, if so the Board shall vote on any action deemed necessary to address the conflict and protect the UTA's best interests. Votes shall be by majority vote without counting the vote of any interested director, even if the disinterested directors are less than a quorum provided that at least one consenting director is disinterested.

Findings required for waiver.

Conflicts of Interests and prohibitions on relationships and/or transactions may be waived after full and complete disclosure if the UTA Board makes findings of fact that granting the waiver is in the best interest of the UTA and the specific program or activity

Procedure for Handling a Conflict of Interest.

Any Participant, including a person who has made a disclosure, may, by point of order, ask that the person making the disclosure recuse him/herself from discussion and/or voting on the subject matter of the disclosure or may request a waiver of the conflict prohibition. By vote of the Board of Directors or Committee of the Board said waiver may be granted if

The material facts of the transaction and the directors interest are known and fully disclosed to the Board or Committee of the Board; and,

The Board, in good faith, approves by majority vote that the transaction is in the best interest of the UTA

Required Record

The UTA's record of the meeting or meetings at which a Conflict of Interest is raised and/or addresses

must include:

- A list of persons present at the meeting or meetings where discussion of or action on the disclosure or allegation took place;
- The name of the person making the disclosure or who is alleged to have a Conflict of Interest or other action prohibited by this policy.
- The disclosure allegations;
- The name of the person who brought up the point of order or made the allegations
- a summary of the discussion on the point of the allegations; and
- The relief requested, the ruling of the President, the relief granted or denied and tot vote taken on the appeal if any

#### Retention of documents

Written disclosure documents shall be retained by the UTA staff as part of the UTA's records.

## **Sanctions**

#### Participants:

The UTA Board will address alleged violations by participants of this Conflict of Interest policy. The sanction applied should be based upon the seriousness of the breach of conduct. The available sanctions may include but are not limited to:

Admonishment

Censure

Cancellation of UTA contracts with the individual or organization

Repayment of UTA funds previously disbursed

Recovery of reasonable attorney fees and costs for collection of disbursed UTA funds

Barring the individuals or organization from future participation in UTA activities

#### Staff:

UTA staff members who violate Conflict of Interest provisions will be subject to disciplinary action

# United Taxidermists Association

## Conflict of Interest Disclosure Statement

I am related to another Board member or staff member by blood, marriage or domestic partnership.

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, explain the relationship;

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I have direct or indirect authority over another Board member or staff member in my outside personal affairs or business activities.

Yes \_\_\_\_\_ No \_\_\_\_\_

If yes, explain the relationship.

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As a Board member or Committee member my personal business or relationships with other businesses currently benefit from and/or receive payment from the UTA for goods or services other than reimbursement for reasonable expenses incurred as provided in the Bylaws and Board Policy.

Yes \_\_\_\_\_ No \_\_\_\_\_

If Yes, explain the benefit

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The organization for which I work receives direct or indirect funding from the UTA.

Yes \_\_\_\_\_ No \_\_\_\_\_

If Yes, Please explain.

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List all agencies on which you currently serve as a member of the governing body and who contribute money to the UTA

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List any other area you feel may present a Conflict of Interest for you personally.

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Signed this \_\_\_\_\_ day of \_\_\_\_\_, 200\_

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Board Member

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Attest