



IABC Conflict of Interest Policy

Passed by the IABC International Executive Board January 6, 2016

Purpose of policy

The purpose of the conflicts of interest policy is to protect IABC's interest when it is contemplating entering into a commercial transaction or arrangement that might benefit the personal financial interest of an officer or Director of the IABC Executive Board, the IABC Foundation Board of Trustees, or a committee member, hereafter referred to as "Board member" or "committee member," recognizing that what is in the best interests of IABC is what is in the best interests of all members. This policy is intended to supplement, but not replace, any applicable laws governing conflicts of interest that apply to IABC.

It is based on the principles of:

- Proactive disclosure where there is potential for a conflict to arise
- Acting in the best interests of the Association as a whole and not favoring any individual interests
- Fair and transparent processes
- Documentation of the process followed, where there is potential for questions about conflict of interest
- Open communication

Statement of policy

1. Prohibitions

- 1.1.** A Board member or committee member must not exercise an official power or perform an official duty or function if he/she has a conflict of interest or an apparent conflict of interest.
- 1.2.** A Board member and committee members may not serve in any paid engagement or as a vendor to IABC over a period no less than one year and one day following the end date of their last term. Board members with potential conflicts must inform the IABC Chair immediately. The IABC Chair shall implement this policy in consultation with the Executive Director and Past Chair.
- 1.3.** Staff shall not consult with Board members or committee members on matters in which they have a declared conflict.
- 1.4.** A Board member or committee member must not use information that is gained in the execution of his/her office or appointment and is not available to the general public, which may result in his/her financial gain either during his or her term of office or appointment or at any later time.
- 1.5.** A Board member or committee member must not use his/her office to seek to influence a decision, to be made by another person, to further his/her financial gain.
- 1.6.** A Board member or committee member must not accept a fee, gift, or personal benefit that is connected directly or indirectly with the performance of his/her duties of office. "Fee, gift or personal benefit," as previously stated, does not apply to a gift or personal benefit that is received as an incident of the protocol or social obligations that normally accompany the responsibilities of office. If a gift or personal benefit referred to above exceeds US \$250 in value, or if the total value received directly or indirectly from one source in any 12-month period exceeds US \$250, the Board



member or committee member must immediately file with the Executive Board a disclosure statement, in the form attached to this policy, indicating:

- 1.6.1.** the nature of the gift or benefit,
- 1.6.2.** its source, and
- 1.6.3.** the circumstances under which it was given and accepted.

2. Proactive disclosure

- 2.1.** Each Executive board and committee meeting shall include an agenda item requesting disclosure and resolution of any potential conflicts of interest from Board members and committee members
- 2.2.** Potential conflicts might include a relationship with a paid IABC consultant, vendor, or partner. In this case the Board member or committee member's level of decision-making about the contractual relationship with IABC and the level of responsibility in fulfilling that contract shall be disclosed and considered. Options include excusing oneself from discussing and voting on related agenda items; or resigning from the Board.
- 2.3.** Each year at the June Board meeting or when an individual joins the Executive Board or a committee, he or she will sign the Conflict of Interest Disclosure and Acknowledgement Form, indicating receipt of the Conflict of Interest Policy and disclosing any potential conflicts of interest.
- 2.4.** In addition to members of the Executive Board, all International committee members shall sign the Conflict of Interest Policy and Confidentiality agreements
- 2.5.** **Once** board and committee members have provided a physical signature of Conflict of Interest Disclosure and Acknowledgement form, they will be stored electronically within the Governance Department database of HQ.

3. Fair and transparent processes

- 3.1.** Nominees to the Executive Board or committees shall be instructed on the Conflict of Interest Policy and asked to disclose any potential conflict(s) of interest in the nomination process.
- 3.2.** The process for determining which individuals or organizations supply goods and services to IABC shall be consistently applied and documented, so that any member of IABC who has reasonable grounds to suspect a conflict of interest has occurred can obtain clear, objective, accurate information on how the process was conducted.
- 3.3.** The staff, officers, and Directors of IABC shall at all times ensure fair value in the transaction and document how this was done. If it is general market practice to obtain competitive bids for particular goods or services, IABC should seek competitive bids for any contracts over US \$20,000 per annum in value in all cases, except those where a reasonable person would accept that obtaining competitive bids is not in the best interests of IABC. Nevertheless, the process should always be open and transparent to the IEB.

4. Definitions



4.1. Member of IABC means a member in any class of membership

4.2. Conflict of interest

4.2.1. A Conflict of Interest exists when a Board member or committee member exercises an official power or performs an official duty or function, knowing that this action may result in personal gain.

4.2.2. An apparent Conflict of Interest exists when a reasonably well-informed person has cause to perceive that the private interest of a Board member or committee member has guided an official power or the performance of an official duty.

Acknowledgement

I certify that I have received and read the IABC's Conflict of Interest Policy. I understand the purpose of this Policy is to protect the integrity of the Mission and operations of the IABC. By signing this form, I am indicating that I have received, read and understand the policy.

Signature

Date:

Printed Name