

Conflict of Interest Policy

**Scope**

This Conflict of Interest Policy governs the activities of all persons who can influence the actions and decisions of the Consortium, most particularly Board members and the Executive Director.

**Background**

The Consortium is funded to serve Alaskan communities, and relies on the support and trust of those communities and its funders to continue to fulfill its mission. This support and trust will be earned – in part – through deliberate, thoughtful, and fair decision making. The ability to make good decisions is sometimes affected by other interests – personal or professional – of individual Board members and senior employees. Conflicts of interest cannot be eliminated – they are a regular part of organizational life. The objective of this policy is to provide guidelines to successfully identify and manage potential and actual conflicts of interest when they do occur.

**Definitions:**

A conflict of interest arises when a person in a position of authority in the Organization has a personal interest in (could benefit from) a matter that affects the judgment he/she exercises on behalf of the Consortium, and/or conflicts with the interests of the Consortium.

Examples of areas where/when a conflict of interest may arise include:

* The receipt of gifts or special consideration from a current or potential supplier or provider of goods and services to the Consortium.
* Relationships with family members, friends, competing or affinity organizations, sponsors, donors, funders (etc.) that may affect the actions or decision-making of the person involved, in a way that is not in the best interest of the consortium.
* Sale of goods, services or assets by a Board member or senior employee to the Consortium.
* Leases, contracts, loans or other agreements between a Board member/senior employee and the Consortium.

**Policy**

* People in positions of authority will act at all times in the best and sole interest of the Consortium.
* It is the duty of all Board members and the Executive Director to be aware of this policy, and to identify and disclose conflicts of interest and situations that may result in the appearance of a conflict.
* Board members and/or the Executive Director will exclude themselves from discussions and decision-making processes where they have a conflict of interest.

**Procedures**

1. **Disclosure of Conflicts**
* Board members and the Executive Director will annually disclose and promptly update any disclosures previously made on a form provided by the Consortium that requests them to identify their interests that could give rise to conflicts of interest.
* Board members and the Executive Director must also disclose new conflicts as soon as they arise.
* New Board members and senior employees will be asked to disclose any existing or potential conflicts of interest when they join the organization.
* Completed forms will be submitted to the Board Secretary, who will summarize all interest received in the Conflict of Interest Register. The Register will then be submitted to the Board President at least 10 business days prior to the Board meeting.
1. **Management of Conflicts**
* At each board meeting, an updated and complete Conflict of Interest Register will be tabled by the President and entered into the Board meeting minutes.
* For each new (dated after the last Board meeting) interest disclosed, the President of the Board will determine whether the organization should: (a) take no action or (b) disclose the situation more broadly and invite discussion/resolution by the full board of what action to take.
* When the conflict involves a decision-maker, the person with the conflict (“interested party”): (i) must fully disclose the conflict to all other decision-makers; (ii) may not be involved in the decision of what action to take (e.g., may not participate in a vote) but may serve as a resource to provide other decision-makers with needed information.
* In some cases the person with the conflict may be asked to recuse him/herself from sensitive discussions so as not to unduly influence the discussion of the conflict.
* In all cases, decisions involving a conflict will be made only be disinterested persons
* The fact that a conflict was managed and the outcome will be documented in the minutes of board meetings if the conflict was related to a board member, and reported by the Executive Director to the board/President of the board/other appropriate committee of the board (e.g., Audit committee) if the conflict was related to an employee.
* The President of the Board/Executive Director will monitor proposed or ongoing transactions of the organization (e.g., contracts with vendors and collaborations with third parties) for conflicts of interest and disclose them to the Board and staff, as appropriate, whether discovered before or after the transaction has occurred.

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**CONFLICT OF INTEREST DISCLOSURE STATEMENT**

This form will be distributed annually to each Board member and senior employee prior to the first board meeting of each calendar year. The completed form shall be forwarded to the Board Secretary, who will summarize all interests received in the Conflict of Interest Register. The Secretary will then submit the Register to the Board President 10 business days prior to the Board meeting. The President will determine the management process for any disclosed interest(s) in accordance with policy.

In completing this form, please consider the following:

A conflict of interest arises when a person in a position of authority in the Organization has a personal interest in (could benefit from) a matter that affects the judgment he/she exercises on behalf of the Consortium, and/or conflicts with the interests of the Consortium.

Examples of areas where/when a conflict of interest may arise include:

* The receipt of gifts or special consideration from a current or potential supplier or provider of goods and services to the Consortium;
* Relationships with family members, friends, competing or affinity organizations, sponsors, donors, funders (etc.) that may affect the actions or decision-making of the person involved, in a way that is not in the best interest of the Consortium.
* Sale of goods, services or assets by a Board member or senior employee to the Consortium.
* Leases, contracts, loans or other agreements between a Board member/senior employee and the Consortium.

**Statement**

At present, I am aware of the following potential conflict of interest in regard to my position as a Board member or senior employee:

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If I become aware of a potential conflict of interest in the future, I will disclose this potential conflict to the President. I understand that, when in doubt, disclosure is recommended.

**Name: Signature: Date:**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_****

**Conflict Of Interest Register**

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| --- | --- | --- |
| **Board Member /****Employee Name** | **Date Registered** | **Potential or Actual Conflict(s) of Interest** **(Brief Description)** |
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