



## Board of Directors Policy

Adopted: March 7, 2009

Revised: [date]

### Conflict of Interest

The *Conflict of Interest Policy* of the North American Association of Educational Negotiators (NAEN): (1) defines conflicts of interest; (2) identifies classes of individuals within the NAEN covered by this policy; (3) facilitates disclosure of information that may help identify conflicts of interest; and (4) specifies procedures to be followed in managing conflicts of interest.

Persons covered by this policy must avoid both actual and potential conflicts of interest that would interfere with their ability to discharge their fiduciary responsibilities to the NAEN. NAEN expects its elected leaders, volunteer leaders and staff to follow ethical standards, to be in compliance with all laws, and to avoid any conflict of interest, or appearance of such, including having their titles or affiliation used to publicize personal or company activities, programs, or events (especially those conducted for private profit).

#### Definitions

1. **Definition of conflicts of interest.**

*An actual conflict of interest* arises when a person in a position of authority over the NAEN benefits financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated. This policy is focused upon material financial interest of, or benefit to, such persons.

*A potential conflict of interest* arises when a person in a position of authority over the NAEN could benefit financially from a decision he or she could make in that capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.

The term “conflict of interest” includes, but is not limited to, circumstances where a person covered by this policy, or a member of his or her immediate family:

- a. Has any financial or other proprietary interest in any entity supplying (or seeking to supply) goods or services to NAEN;
- b. Receives any substantial benefit from a third party on account of that party's past, present, or future business relationship with NAEN;
- c. Receives any substantial financial benefit from a pending decision of NAEN; or
- d. Serves as an officer, director or committee member of any agency competing with NAEN, i.e., any nonprofit or for profit business enterprise whose purposes, products, and/or services compete with those of NAEN.



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## 2. **Individuals Covered**

Persons covered by this policy are the NAEN's Officers, directors, chief employed executive, staff members, committee members, or other ad hoc or task force members that may from time-to-time be appointed by the Board of Directors or the chief employed executive.

## 3. **Facilitation of Disclosure**

Persons covered by this policy will annually disclose or update to the President of the board of directors on a form provided by the NAEN their interests that could give rise to conflicts of interest, such as a list of family members, substantial business or investment holdings, and other transactions or affiliations with businesses and other NAEN's or those of family members.

## 4. **Procedures to Manage Conflicts**

For each interest disclosed to the President of the Board of Directors, the President will determine whether to: (a) take no action; (b) assure full disclosure to the Board of Directors and other individuals covered by this policy; (c) ask the person to recuse from participation in related discussions or decisions within the NAEN; or (d) ask the person to resign, become subject to possible removal in accordance with the NAEN's removal procedures. The NAEN's chief employed executive and chief employed finance executive will monitor proposed or ongoing transactions for conflicts of interest and disclose them to the President of the Board of Directors in order to deal with potential or actual conflicts, whether discovered before or after the transaction has occurred.



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***CONFLICT OF INTEREST ACKNOWLEDGEMENT AND DISCLOSURE FORM***

**I have read the North American Association of Educational Negotiators' Conflict of Interest Policy set forth above and agree to comply fully with its terms and conditions at all times during my service as an officer or director of the board of directors, volunteer leader, appointed leader, or staff member. If at any time following the submission of this form, I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the NAEN Board of Directors President and Executive Director in writing**

**Disclosure of Actual or Potential Conflicts of Interest:**

**Agencies/Companies Competing with NAEN(s) to which I belong:**

**Other companies or businesses I hold leadership positions in, or boards I serve on:**

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**Printed Name:** \_\_\_\_\_

**Signature:** \_\_\_\_\_

**Title:** \_\_\_\_\_

**Date:** \_\_\_\_\_