



Conflict of Interest Policy

Approved May 5, 2016

SECTION 1. Purpose

The purpose of this Conflict of Interest Policy is to protect the tax-exempt interest of the Association when it is contemplating entering into a transaction or arrangement that might benefit the private interest of any Director, Advisor, or Committee member of the Association or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflict of interest applicable to non-profit and charitable organizations.

SECTION 2. Definitions and General Statement

Directors of the Board of Directors, and members of any Committee have a duty of loyalty to the Association. This duty of loyalty requires a Director, or Committee member to prefer the interests of the Association over their own personal interests or the interests of others. A conflict of interest may exist when the interests or concerns of any Director, Advisor, or Committee member, or said person's immediate family, or any party, group or organization in which said person holds a position as an employee, officer, director or partner, may be seen as competing with the interests or concerns of the Association. If any Director, Advisor, or Committee member, or a member of his family has a personal or business interest in, or is involved in any way with, an organization with whom the Board or any Committee is considering a grant request or contract, that shall be a conflict of interest.

SECTION 3. Disclosure

Before a Director, Advisor, or Committee member of the Association takes any action related to or on behalf of the Association, the Director, Advisor or Committee member must disclose any possible conflicts of interest in writing to the Board of Directors.

SECTION 4. Compliance

When such conflict of interest is relevant to a matter requiring action by the Board of Directors, or any Committee, the interested Director or Committee member, as the case may be, after making the required written disclosure to the Board, shall recuse themselves from discussions on the matter and abstain from voting or acting on such matters. Unless otherwise agreed by the Board, the Director, Committee member shall retire from the room in which the Board or Committee is meeting. Under no circumstances shall an interested Director or Committee member participate in any discussion or vote on such matter. Any Director or Committee member who is excluded from voting or participating pursuant to this policy may answer pertinent questions of other Directors or Committee members, and be present when the knowledge and expertise regarding the subject matter of the interested Director, Advisor, or committee member will assist the Board. This policy does not prohibit any Director Committee member from participation in any outside organization or activity.

Source: ACPA Pennsylvania Chapter Bylaws

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