

ADRP CONFLICT OF INTEREST AND NON-DISCLOSURE POLICY 2019

The purpose of the conflict of interest and non-disclosure policy is to protect the interests of the Association of Donor Relations Professionals (“ADRP” or “Association”) as it is represented by an officer, director, or volunteer. Conflicts of interest occur when a transaction, arrangement, or relationship might benefit the private interest of an individual representing the Association or result in a possible excess benefit transaction. Perceived conflict of interest occurs when ADRP could be seen as allowing such benefits to be received, regardless of whether they are.

As a membership association, ADRP has a responsibility to serve the best interest of its members, and there exists between ADRP and its Board, officers, and volunteers a fiduciary responsibility that carries with it a broad duty of loyalty. The Board, officers, and volunteers have the responsibility of administering the affairs of ADRP prudently, and of exercising their best care, skill, and judgment for the benefit of ADRP’s mission and the long term best interests of the Association.

When transacting the business of the Association, officers, directors, and volunteers must avoid all real or perceived conflicts of interest or breaches of acceptable conduct which might affect their service to, or the standing of, ADRP.

The Association has confidence in the loyalty and integrity of all its members. Conflict of interest issues are not just a matter of individual judgment or discretion. Rather, they are organizational issues, governed by organizational policy, because ultimately they reflect upon and have an impact on the organization itself. This policy is intended to protect both ADRP and its volunteers by identifying potential conflict of interest situations before they could become problematic.

PERSONS CONCERNED

This statement is directed not only to directors and officers, but to all members who can significantly influence the actions or standing of ADRP. For example, this would include all who participate in the work of the Association in a volunteer capacity, and all who have proprietary information concerning ADRP.

ADRP volunteers who serve as officers, Board members, and committee, task force, or subcommittee chairs will be required to sign a conflict of interest and non-disclosure form either annually or before each volunteer project.

RELATIONSHIPS IN WHICH CONFLICT MAY ARISE

Conflicts of interest may arise in the relations of directors, officers, and volunteers with third parties including, but not limited to:

1. Persons and firms supplying goods and services to ADRP.
2. Organizations providing similar and/or overlapping programs and services, be they for-profit or non-profit.

3. Members and others who support ADRP.
4. Agencies, organizations, and associations which affect ADRP operations.
5. Family members, friends, and other ADRP volunteers or members.

Many directors, officers, and volunteers of ADRP are engaged in a variety of civic and professional pursuits. For example, members of the Board of Directors all hold positions with other organizations and institutions, may volunteer in other non-profit arenas, and hold memberships with other professional associations. The Board and ADRP as a whole benefit substantially from the many perspectives brought to the Association by those working, volunteering, or otherwise making commitments in these arenas.

ADRP is committed to the professional development of its members, and does not seek to limit such opportunities. However, it is important to ensure that any conflicts of interest, real or perceived, between ADRP's best interests and those of its directors', officers' and volunteers' other commitments are disclosed as the Board and volunteers perform their duties. With this information, ADRP can make a determination as to whether the individual's other activities are compatible with serving the Association in the volunteer role in question without resulting in actual or perceived conflict of interest.

Directors, officers, and volunteers acting in their capacity in service to ADRP must ensure that they are, and are understood to be, strictly acting for what is best for the Association, and not for what is best for them personally, for other Board members, or other third parties in general. For that reason, it would be ill advised for an ADRP Board member to simultaneously serve in a governance position in an organization providing similar and/or overlapping programs and services.

NATURE OF CONFLICTING INTEREST

Conflicts of interest may be considered to exist in those instances where the actions or activities of an individual on behalf of the Association also involve or appear to involve: (a) the obtaining of an improper personal or business gain or advantage; (b) an adverse effect or impact upon ADRP's interests; (c) the acquiring by a third party of an improper gain or advantage, or (d) breaches of confidentiality to ADRP.

It is important to note that Association membership rosters, contacts, relationships and databases are confidential and may only be used for approved ADRP-related purposes.

Specific examples of conflict of interest or perception of conflict of interest might arise through, though not limited to, the following:

1. Having material interests in any third party dealing with ADRP.
2. Holding office, serving on the Board, participating in the management of, or being otherwise engaged with any third party offering similar and/or overlapping programs and services with ADRP.
3. Receiving remuneration for services with respect to individual transactions involving ADRP.

4. Using ADRP time, resources, or good will for other than ADRP approved activities, programs, and purposes.
5. Receiving personal gifts or loans from third parties dealing with ADRP. Receipt of any gift is disapproved except gifts of nominal value that could not be refused without discourtesy. No gift of money should ever be accepted.
6. Receiving benefits at the place of employment or other affiliation from a transaction or vendor relationship conducted on behalf of ADRP.
7. Related party transactions. Transactions between ADRP and related parties may be undertaken only if both of the following are observed: a) The related party is excluded from discussion and approval of the transaction; b) A competitive bid or comparable valuation exists.

INTERPRETATION OF THIS STATEMENT OF POLICY

The areas of conflicting interest, and the relations in those areas which may give rise to conflict, are not exhaustive. Conceivably, conflicts might arise in other areas or through other relations. It is assumed that the directors, officers, and volunteers will recognize such areas and relation by analogy.

The fact that one of the interests exists does not mean necessarily that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material that upon full disclosure of all relevant facts and circumstances, that it is necessarily adverse to the interests of ADRP.

However, it is the policy of the Association that the existence of any of the interests shall be disclosed before any transaction is consummated either through the use of the conflict of interest statement or by a separate communication. It shall be the continuing responsibility of members of the Board of Directors, officers, and volunteers to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures prior to the consummation of a transaction.

DISCLOSURE POLICY AND PROCEDURE

Officers, directors, or volunteers shall promptly report to the ADRP Executive Director with respect to any conflicting activity as described above. The Executive Director will refer the disclosure to ADRP's officers (President, President Elect, Past President and Secretary/Treasurer) via the President. The officers will investigate and determine whether a conflict exists.

Based on Action on Conflict of Interest (below), the officers will make a recommendation to the Board of Directors for a vote. In the case of a conflict of interest by a Board member, the individual cannot participate in voice or in vote in affirming or rejecting the officers' recommendation.

To ensure awareness and understanding of this policy, officers, directors, and volunteers will complete and submit the conflict of interest and non-disclosure statement to the ADRP Executive Director on an annual basis. This does not obviate the need to disclose potential conflicts that may arise in the interim.

The policy will be administered by the ADRP Executive Director annually, either in person or electronically.

ACTION ON CONFLICT OF INTEREST

Should a conflict of interest be found, a range of options are available to address it. These shall include, but are not limited to:

1. a determination that no action is required in the matter;
2. a recommendation that an individual not serve in a particular role and/or is given the option between ADRP service and continuing the relationship or activity deemed to cause or create the appearance of a conflict of interest;
3. recusal from all matters regarding a conflicting issue; said officer, director, or volunteer being excused from attending portions of meetings where the possible conflicting issue is discussed or voted upon; or being allowed to attend such meetings, but not give voice or vote regarding the issue;
4. removal from the office.

Upon the determination that a conflict exists, said director, officer, or volunteer will be contacted by the President to relay the decision and outline the appropriate next steps. All decisions and next steps will be documented in writing.

[Approved October 2016]

Conflict of Interest Acknowledgement

Please complete Item A or initial in the space at the end of Item B, whichever is appropriate.

Sign and date the statement and return it to the ADRP Executive Director

A. The following are relationships, interests or situations involving me or a member of my family which could result in or appear to be an actual, apparent or potential conflict of interest between such family members or myself on one hand and ADRP on the other;

_____ (Initials) For-profit corporate directorships, positions and employment with:

_____ Non-profit trusteeships or positions:

_____ Memberships in the following organizations:

_____ Contracts, business activities and investments with or in the following organizations or individuals:

_____ Other relationships and activities:

B. I am not aware of any relationship or interest or situation involving my family or myself which might result in, or give the appearance of being, a conflict of interest between such family member or me on one hand and ADRP on the other.

_____ (Initials)

My primary business or occupation at this time is:

Non-Disclosure Agreement

___ I agree that any information acquired by me or disclosed to me by members or staff of the ADRP, or by third parties, in connection with my membership on the ADRP Board, volunteer position or employment by ADRP, will be considered privileged and confidential, including but not limited to all such information relating to individual ADRP members, any actions to establish, amend or enforce ADRP operations, policies, plans, goals, objectives, and discussion by ADRP members, staff, and third parties regarding these subjects

___ I agree that I will hold all such privileged and confidential information in confidence during my lifetime, and will not use or disclose such information except as may be authorized by ADRP, and will make my best effort to prevent its unauthorized disclosure. I acknowledge that unauthorized disclosure could cause irreparable harm and significant injury to ADRP and its members. I agree that upon request, I will destroy all written or descriptive matter supplied by ADRP related to my Board, volunteer or employment service, including committee agendas, minutes, financial information, and supporting documents.

_____ I have read and understand the ADRP conflict of interest policy and agree to be bound by it. I will promptly inform the ADRP Executive Director of any material change that develops in the information contained in the foregoing statement.

Name

Signature

Date