

# **GEORGIA WILDLIFE FEDERATION**

## **Conflict of Interest Policy**

### **SECTION 1: Purpose**

The Georgia Wildlife Federation as a nonprofit, tax-exempt organization depends on charitable contributions from the public. Maintenance of its tax exempt status is important both for its continued financial stability and for the receipt of contributions and public support. Therefore, the IRS as well as state corporate and tax officials, view the operations of Georgia Wildlife Federation as a public trust which is subject to scrutiny by and accountability to such governmental authorities as well as to members of the public.

Consequently, there exists between Georgia Wildlife Federation and its board, officers, and management employees a fiduciary duty which carries with it a broad and unbending duty of loyalty and fidelity. The board, officers, and management employees have the responsibility of administering the affairs of the Georgia Wildlife Federation honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of the Georgia Wildlife Federation. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with Georgia Wildlife Federation or knowledge gained therefrom for their personal benefit. The interests of the organization must have the first priority in all decisions and actions.

### **SECTION 2: Scope**

This statement guides directors, officers, and all employees who can influence the actions of Georgia Wildlife Federation. For example, this would include all who make purchasing decisions, all other persons who might be described as "management personnel," and all who have proprietary information concerning Georgia Wildlife Federation.

### **SECTION 3: Areas in which Conflict May Arise**

Conflicts of interest may arise in the relations of directors, officers, and management employees with any of the following third parties:

1. Persons and firms supplying goods and services to Georgia Wildlife Federation.
2. Persons and firms from whom Georgia Wildlife Federation leases property and equipment.
3. Persons and firms with whom Georgia Wildlife Federation is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property.
4. Competing or affinity organizations.
5. Donors and others supporting Georgia Wildlife Federation.

6. Agencies, organizations, and associations which affect the operations of Georgia Wildlife Federation.
7. Family members, friends, and other employees.

#### **SECTION 4: Nature of Conflicting Interest**

A material conflicting interest may be defined as an interest, direct or indirect, with any persons and firms mentioned in Section 3. Such an interest might arise through:

1. Owning stock or holding debt or other proprietary interests in any third party dealing with Georgia Wildlife Federation.
2. Holding office, serving on the board, participating in management, or being otherwise employed (or formerly employed) in any third party dealing with Georgia Wildlife Federation.
3. Receiving remuneration for services with respect to individual transactions involving Georgia Wildlife Federation.
4. Using Georgia Wildlife Federation's time, personnel, equipment, supplies, or good will for other than Georgia Wildlife Federation approved activities, programs, and purposes.
5. Receiving personal gifts or loans from third parties dealing with Georgia Wildlife Federation. Receipt of any gift is disapproved except gifts of nominal value which could not be refused without discourtesy. No personal gift of money should ever be accepted.

#### **SECTION 5: Interpretation of this Statement of Policy**

The areas of conflicting interest listed in Section 3, and the relations in those areas which may give rise to conflict, as listed in Section 4, are not exhaustive. Conceivably, conflicts might arise in other areas or through other relations. It is assumed that the board members, officers, and management employees will recognize such areas and relation by analogy.

The fact that one of the interests described in Section 4 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 Georgia Wildlife Federation. However, it is the policy of the board that the existence of any of the interests described in Section 4 shall be disclosed before any transaction is consummated. It shall be the continuing responsibility of board, officers, and management employees to scrutinize their transactions and outside business interests and relationships for potential conflicts and to immediately make such disclosures.

## **SECTION 6: Disclosure Policy and Procedure**

Disclosure should be made according to the Georgia Wildlife Federation standards. Transactions with related parties may be undertaken only if all of the following are observed:

1. A material transaction is fully disclosed in the audited financial statements of the organization;
2. The related party is excluded from the discussion and approval of such transaction;
3. A competitive bid or comparable valuation exists; and
4. The organization's board has acted upon and demonstrated that the transaction is in the best interest of the organization.

Disclosure in the organization should be made to the chief executive (or if she or he is the one with the conflict, then to the board chair), who shall determine whether a conflict exists and is material, and if the matters are material, bring them to the attention of the board chair.

Disclosure involving directors should be made to the board chair. If such matters are deemed to be material, the chair should bring them to the board.

The board shall determine whether a conflict exists and is material, and in the presence of an existing material conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable to Georgia Wildlife Federation. The decision of the board on these matters will rest in their sole discretion, and their concern must be the welfare of Georgia Wildlife Federation and the advancement of its purpose.

## Conflict of Interest Disclosure Statement

Please initial in the space at the end of Item A or complete Item B, whichever is appropriate. Sign and date the statement and return it to the board chair.

A. 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 Georgia Wildlife Federation on the other. \_\_\_\_\_ **Initials**

B. The following are relationships, interests or situations involving me or a member of my family which I consider might result in or appear to be an actual, apparent or potential conflict of interest between such family members or myself on one hand and Georgia Wildlife Federation on the other; \_\_\_\_\_ **Initials**

For-profit corporate directorships, positions and employment with:

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Nonprofit board memberships of positions:

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Memberships in the following organizations:

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

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Other relationships and activities:

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My primary business or occupation at this time is:

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I have read and understand Georgia Wildlife Federation's conflict of interest policy and agree to be bound by it. I will promptly inform the board chair of Georgia Wildlife Federation of any material change that develops in the information contained in the foregoing statement.

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**Type/print name Signature Date**

## Conflict of Interest Disclosure Statement

Preliminary note: In order to be more comprehensive this statement of disclosure/questionnaire also requires you to provide information with respect to certain parties that are related to you. For purposes herein, these persons are termed "affiliated persons" and include the following:

- a. any immediate family member,
- b. any corporation or organization of which you are an officer or a partner or are, directly or indirectly, the beneficial owner of 10 percent of more of any class or equity securities, or
- c. any trust or other estate in which you have a substantial beneficial interest or as to which you serve as a trustee or in a similar capacity.

1. NAME: (please print) \_\_\_\_\_

CAPACITY:

\_\_\_\_ national board of directors

\_\_\_\_ executive committee

\_\_\_\_ officer

\_\_\_\_ committee member

\_\_\_\_ national staff

\_\_\_\_ other, specify: \_\_\_\_\_

2. Have you or any of your affiliated persons provided services or property to Georgia Wildlife Federation in the past year? \_\_\_\_YES \_\_\_\_NO

If yes, please describe the nature of the services or property:

3. Have you or any of your affiliated persons purchased services or property from Georgia Wildlife Federation in the past year? \_\_\_\_YES \_\_\_\_NO

If yes, please describe the purchased services or property:

4. Please indicate whether you or any of your affiliated persons had, have, or will have any direct or indirect interest in any business transaction(s) in the past year to which Georgia Wildlife Federation was or is a party?  YES  NO

If yes, describe the transaction(s):

5. Were you or any of your affiliated persons indebted to pay money to Georgia Wildlife Federation at any time in the past year (other than travel advances or the like)?  YES  NO

If yes, please describe the indebtedness:

6. In the past year, did you or any of your affiliated persons receive, or are entitled to receive, directly or indirectly, any personal benefits from, or as a result of your relationship with, Georgia Wildlife Federation, that in the aggregate could be valued in excess of \$1,000 that were not or will not be compensation directly related to your duties to Georgia Wildlife Federation?  YES  NO

If yes, please describe the benefit:

7. Are you or any of your affiliated persons a party to or have an interest in any pending legal proceedings involving Georgia Wildlife Federation?  YES  NO

If yes, please describe the proceeding(s):

8. Are you aware of any other events, transactions, arrangements or other situations that you believe should be examined by Georgia Wildlife Federation's board or the executive committee in accordance with the terms and intent of Georgia Wildlife Federation's conflict of interest policy?  YES  NO

If yes, please describe the situation(s):

I HEREBY CONFIRM that I have read and understand Georgia Wildlife Federation's conflict of interest policy and that my responses to the above questions are complete and correct.

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**Signature**

**Date**