



CVMA Conflict-of-Interest Policy

This Conflict-of-Interest Policy governs the activities of the Board and staff of Chicago Veterinary Medical Association (CVMA). Employees and Board members have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. This policy establishes only the framework within which the CVMA wishes its business to operate. The purpose of these guidelines is to provide general direction so that Board members can see further clarification on issues related to the subject of acceptable standards of operation.

It is the duty of all Board members and staff to be aware of this policy, and to identify conflicts of interest and situations that may result in the appearance of a conflict and to disclose those situations/conflicts/or potential conflicts to (i) the employee's supervisor, (ii) the Executive Director, (iii) the President of the Board or other designated person, as appropriate. This policy provides guidelines for identifying conflicts, disclosing conflicts and procedures to be followed to assist the CVMA manage conflicts of interest and situations that may result in the appearance of conflict.

SECTION I

Board members, officers, other volunteers and employees of the Association shall adhere to the highest standards of honesty, good faith and fair dealings in all activities relating to the Association. The Association encourages all to use the four values of caring, respect, honesty and responsibility in all of their activities.

SECTION II

No Board member, officer, other volunteer, employee or any member of their respective families or households shall accept gifts, gratuities or favors of any kind from any person, firm, or Corporation doing business or seeking to do business with the Association and which could reasonably be expected to influence, or create the appearance of influencing, his/her actions affecting the Association. This prohibition is not intended to preclude business meals or other nominal benefits in the reasonable and course of business.

SECTION III

Without full and complete disclosure to and by the Association Board of Directors or its Executive Committee, no Board member, officer, other volunteer, or selected employee shall have any positive of influence with, or a material financial interest in, any other entity, the existence of which does or could reasonably be expected to conflict with the proper performance of his/her duties or responsibilities to the Association, or which could be reasonably expected to affect his/her independent judgment and action with respect to transactions between the Association and such other entity. If such position exists, it is to be disclosed to the Executive Director and to the Board President. If a conflict of interests exists on a specific issue, the person involved will offer to be recused from participating in or voting on the matter. The Executive Director and the Board President will decide if recusing is acceptable for the circumstances. At times, the person could be asked to step down from a position as a result of a conflict of interest.

If the person does not voluntarily step down, the Leadership may remove the person from the position by a majority vote.

SECTION IV

Each Board member, officer, other volunteer, or selected employee shall provide the Association Board or its Executive Committee with a full, complete, written disclosure of all facts of any transactions or situation that may be subject to any reasonable doubt concerning the possible existence of a conflict of interest by the Board member, officer, other volunteer, or selected employee.

SECTION V

For situations which arise in which the Association Board may wish to contract or enter into an arrangement for goods or services under circumstances that may present a conflict of interest affecting one or more of its Board members, the affected Board member(s) of the Association agree(s) to provide full information to the Association of the Board or its Executive Committee to allow the Board or its Executive Committee to approve by resolution (with affected member(s) abstaining) such contract or arrangement provided it is advantageous to do so.

SECTION VI

Annually, the Executive Director shall send, or cause to be sent, a copy of this Conflict of Interest Policy, together with an explanation, and a copy of the "Conflict of Interest Statement of Disclosure" to all Board members, officers other volunteers and selected employees who shall complete and return a copy of the "Conflict of Interest Statement of Disclosure" to the Executive Director.

SECTION VII

The Executive Director shall submit a confidential report to the Executive Committee concerning any potential conflict of interest to any Board member, officer, other volunteer and selected employee, together with his recommendations, concerning the same.

SECTION VIII

The Executive Director shall administer this Policy, and any disputed action of the Executive Director with respect to this policy shall be resolved by the Association Board or its Executive Committee, whichever meets next.

SECTION IX

Each new Board member, officer, other volunteer and selected employee shall participate in similar procedure immediately upon assumption of his/her responsibilities.

SECTION X

A contract or transaction between the Corporation and one or more of its Board members or officers or between the Corporation and any other corporation, partnership, association, or other organization in which one or more of its Board members or officers are Board members or officers, or have financial interest, shall not be void or voidable solely for such reason, or solely because the Board member or officer is present at or participates in the meeting of the Board which authorizes the contract or transaction is authorized, or solely because his/her, or their votes are counted for that purpose, if the material facts as to the relationship or interest as to the contract or transaction are disclosed or are known to the Board and the Board in good faith authorizes the contract or transaction.