

# NICAR's Conflict of Interest Policy

## **Duty of Board Members Not to Compete**

A board member may not use his/her position on the NICAR board to prevent NICAR from competing with the board member's business. It is expected that board members, even after they complete board service, will not use trade secrets, client lists, or other confidential information acquired by virtue of being a member of the board.

## **Soliciting or Receiving Gifts**

Members of the NICAR board must never offer, give solicit or receive any form of bribe or kickback through their connection to NICAR. Board members must never solicit a personal gift of any kind from anyone who does business with NICAR. This restriction applies to both actual and proposed business transactions involving NICAR.

## **Board Member Conflict of Interests**

Board members have a duty to subordinate personal interests to the welfare of NICAR and those we serve. Conflicting interests can be financial, personal relationships, status, or power.

Board members and employees are prohibited from receiving gifts, fees, loans, or favors from suppliers, contractors, consultants, or financial agencies, which obligate or induce the board member or employee to compromise responsibilities to negotiate, inspect or audit, purchase or award contracts, with the best interest of NICAR in mind.

Board members and employees are prohibited from knowingly disclosing information about NICAR to those who do not have a need to know or whose interests may be adverse to NICAR, either inside or outside NICAR. Nor may board members or employees in any way use such information to the detriment of NICAR.

Board Members or employees may not have a significant financial interest in any property which NICAR purchases, or a direct or indirect interest in a supplier, contractor consultant or other entity with which NICAR does business.

Since it is not possible to write a policy that covers all potential conflicts, board members and employees are expected to be alert for and avoid situations which might be construed as conflicts of interests.

Any possible conflict of interests on the part of any board member should be disclosed to the other board members and made a matter of record either through an annual procedure or when the interest becomes a matter of board action.

Any board member having a conflict of interests or possible conflict of interests should not vote or use his/her personal influence on the matter and he/she should not be counted as part of a quorum for the meeting. The minutes of the meeting should reflect that a disclosure was made, abstentions from voting and the quorum situation.

These restrictions should not be construed as preventing the board member from briefly stating his/her position in the matter, not from answering pertinent questions of other board members, since his or her knowledge could be of assistance to the deliberations.