

FOUNDATIONAL PILLAR – Board Governance and Processes EXPECTATION

The Board expects all trustees to avoid conflicts of interest involving all matters considered by the Board.

DEFINITIONS

Conflict of Interest – a conflict of interest exists as per statute or when a trustee is required to make a decision on an issue or circumstance where the trustee is unable to devote complete loyalty and singleness of purpose to the public interest.

REQUIREMENTS AND LIMITS

- 1. Each trustee is responsible to declare to the Board if that member is in a *conflict of interest*.
- 2. If a trustee has a conflict of interest in any matter being considered by the Board, the trustee shall
 - a. disclose the general nature of the *conflict of interest* to the Board prior to any discussion of the matter
 - b. abstain from voting on any question relating to the matter
 - c. abstain from discussing the matter, except where permitted by statue, and
 - d. leave the room in which the meeting is being held until the discussion and voting on the matter are concluded, except where permitted by statue.
- 3. The abstention of a trustee for reason of *conflict of interest* and the disclosure of a trustee's *conflict of interest* will be recorded in the minutes of the meeting.
- 4. A trustee shall not also be an employee of the Division, nor shall trustees receive compensation for services rendered to the Division in any non-governance capacity. This provision shall not prohibit members from receiving authorized compensation for serving as a member of the Board or from receiving reimbursement for authorized expenses incurred during the performance of Board duties.
- 5. Trustees are expected to avoid *conflict of interest* in the exercising of their duties. Accordingly, a trustee shall not
 - a. disclose or use confidential information acquired during the performance of official duties
 - b. accept a gift of substantial value or economic benefit which would tend to improperly influence a reasonable person, or which the trustee knows or should know is primarily for the purpose of a reward for an official action.

HISTORY

2017 Aug 1 Approved 2018 Feb 18 Reviewed 2019 April 10 Reviewed 2019 Nov 29 Reviewed