



NACNS Conflict of Interest Policy

Purpose: This conflict of interest policy is designed to ensure that voting members of the governing board, officers, committees, task forces and employees/consultants of the National Association of Clinical Nurse Specialists (NACNS) identify situations that present possible conflicts of interest and to provide appropriate procedures if a possible conflict of interest arises. It is also intended to ensure that decisions are not influenced by any benefit (financial and/or personal) to the individuals affiliated with NACNS that participate in such decisions or have access to discussions that lead to these decisions.

The perception of a conflict of interest can be just as damaging to the work of NACNS or its committees and task forces and the reputation of the NACNS as an actual conflict of interest. For this reason, although this policy tries to define specific instances that may give rise to conflicts, this policy should not be considered as covering only those situations. Any situation that gives the appearance of or suggests the possibility of a conflict is covered by this policy and should be disclosed by anyone who is participating in an NACNS Board of Directors or committee/task force meeting, whether such individual is the person with the conflict of perceived conflict or someone else.

This policy is written in an effort to supplement any state and federal laws and regulations, it is not intended to replace these laws and regulations. The policy is designed to protect the organization's tax-exempt status.

Finally, this policy will provide guidance on how a conflict can be disclosed and the steps that should be taken to resolve the conflict.

Definitions:

Conflict of interest – is a situation that arises when a person in a position of authority over an organization, such as a voting member of the governing board, officer, volunteer member of a task force or committee or employee/consultant may benefit financially from a decision he or she could make in such capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.

Interested person - is any current or former officer, director, member of a committee/task force with governing board delegated powers. This also includes key employees and/or consultants that are engaged by the association. All volunteers, consultants and employees are treated as officers and directors for purposes of this policy.

Family Member - is a spouse, domestic partner, or dependent child of an Interested Person.

Financial Interest - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family

- a) an ownership or investment interest in any entity with which the organization has a transaction or arrangement
- b) a compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement
- c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under this policy, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists. This policy does require that any financial interests be disclosed as potential conflicts of interest.

Duty To Disclose - In connection with any actual or possible conflicts of interests, an Interested Person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts based on this policy. The duty to disclose is inherent in the volunteer, elected or engaged role the individual serves in.

Policy and Procedures

1. The members of the NACNS Board of Directors, committees, task forces and NACNS employees and consultants must review the conflict of interest policy and complete the confidentiality/conflict of interest form at least once a year. The statement must encompass that the individual:

- has received a copy of the conflict-of-interest policy
- has read and understands the policy
- has agreed to comply with the policy
- understands the organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes

2. In the event that conflicts of interests are identified, the Executive Committee, led by the President is tasked with determining the steps that must be undertaken to respond to any conflicts of interests.

- a. The Executive Committee and/or Chairperson of the committee and/or task force in conjunction with the President will ask the Interested Party to disclose any material facts related to the conflict(s) of interest(s).
- b. The interested Party must recuses themselves from the business of the association while the determination of the conflict(s) of interest(s) is being discussed and voted upon.
- c. The manner in which the association will resolve the conflict(s) of interest(s) will be communicated to the Interested Parties. Typical resolutions include, but are not limited to: no action; absence of the individuals during key discussions related to their conflict(s) of interest(s); removal of the individual from the NACNS organizational body.
- d. If there are concerns raised by the Interested Party related to the decision on how to resolve the conflict, the President may appoint a disinterested person or committee to review the proposed method to resolve the conflict.
- e. All conflict(s) of interest(s) are to be identified in the official NACNS meeting minutes. The steps taken to resolve the conflict will also be noted in the minutes.

3. Violations or perceived violations of the conflicts of interest policy must be dealt with promptly.

a. If a Board, committee, task force, employee or consultant believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of basis for such belief and provide the member with an opportunity to explain the alleged failure to disclose. If the Interested party does not bring the conflict to the Executive Committee led by the President, the individual that perceived the violation may bring their concerns to the Executive Committee.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Executive Committee can determine if the interested person has failed to disclose an actual or possible conflict of interest, and shall take appropriate disciplinary and corrective action.

4. Recordkeeping - The minutes of the governing board and all committees with board-delegated powers shall contain:

- a. the names of the persons who disclosed or otherwise were found to have a conflict(s) of interest(s) in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or Committee's decision as to whether a conflict(s) of interest(s) in fact existed
- b. the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings

Adopted by the NACNS Board of Directors: January, 2016

Bibliography

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Montana Nonprofit Association, Sample Conflict of Interest Policy and Annual Statement, accessed December, 2015 at http://www.mtnonprofit.org/uploadedFiles/Files/About/Conflict_of_Interest_Policy_and_Statement.pdf

Public Counsel Law Center, Guidance on Conflict of Interest Policies and Sample Conflict of Interest Policy, accessed December, 2015 at <http://www.publiccounsel.org/tools/assets/files/CoIMemo.pdf>



NACNS CONFLICT-OF-INTEREST DISCLOSURE STATEMENT

Please initial in the space at the end of Item A or complete Item B, whichever is appropriate; complete the balance of the form; 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 that might result in, or give the appearance of being, a conflict of interest between such family member or me on one hand and NACNS on the other. Initial: _____

B. The following are relationships, interests, or situations involving me or a member of my family that 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 NACNS on the other. Initial: _____

Corporate (either nonprofit or for-profit) directorships, positions, and employment, (etc):

Memberships in the following organizations:

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

Other relationships and activities:

My primary business or occupation at this time:

I have read and understand NACNS' conflict-of-interest policy and agree to be bound by it. I will promptly inform the NACNS President of any material change that develops in the information contained in the foregoing statement.

Type/Print Name

Signature

Date