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**Conflict of Interest Policy**

**National Disability Institute**

No policy of this type can be made so comprehensive as to cover all possible situations in which a conflict of interest may arise. For that reason, it is expected that each staff member and every board member of National Disability Institute (NDI) will exercise his or her discretion and best judgment with respect to each situation. The obligation to identify and avoid situations in which a conflict of interest may arise or appears to exist belongs to the individual staff or board member, not NDI. However, NDI reserves final judgment on whether a specific set of circumstances gives rise to a conflict of interest.

Some, but not all, of the potential areas that might generate a conflict of interest are: (i) receiving gifts or other favors from any person who does, or seeks to do business with NDI; (ii) competing directly or indirectly against NDI for services provided, or to be provided, to NDI funders, members and/or constituent organizations and groups, such as providing consulting, training, or other discrete services (particularly those that you currently provide as part of your NDI duties); (iii) providing or giving favors to any person which might tend in any way to impair his or her independent judgment concerning NDI; (iv) outside business activities that are not consistent with the obligations of a member of the NDI staff or board and that might interfere with the highest standards of performance by the individual to NDI; (v) business situations where the staff or board member may have a financial interest with an entity which does business with NDI; and, (vi) community and political activities that might interfere with the staff or board member providing the highest standard of conduct to NDI.

1. **General Principles**

Staff and board members may have interests in conflict with those of NDI. The duty of loyalty requires that each individual staff and board member be conscious of the potential for such conflicts and act with candor and care in dealing with such situations. Staff and board members of NDI should be diligent in fulfilling their obligations of duty of care, duty of loyalty and duty of obedience.

Conflicts of interest involving a staff or board member are not inherently illegal, nor are they to be regarded as a reflection on the integrity of the staff or of the board member. It is the manner in which the individual staff or board member deal with a disclosed conflict that determines the propriety of the transaction.

1. **Statement of Policy**

No member of the staff or board of directors of NDI should: (i) use his or her affiliation with NDI for his or her private or personal advantage or the private or personal advantage of an immediate family or household member; (ii) have any outside business interest or financial interest which might, in fact of appearance, interfere with his or her wholehearted loyalty to NDI; (iii) have any financial interest or other interest which interferes with, or appears to impair, the independent exercise of his or her judgment in the best interest of NDI; (iv) take advantage of any opportunity or knowledge of which was acquired through his or her affiliation with NDI, without first offering the opportunity to NDI; (v) **receive compensation from any NDI funder or established partner – such opportunities for the use of NDI staff by funders should be exercised through NDI, particularly when the service rendered is one that is a task within the individual staff member’s current job duties;** (vi) engage in any lobbying activities during work time, through NDI email, as a representative of NDI, or in any way that may give the appearance that NDI is involved.

Specific activities that are considered a conflict of interest situation include but are not limited to: acceptance of gifts and other favors from vendors or other organizations that do business with NDI, inappropriate funding of staff or board members’ outside business interests by vendors or organizations that do business with NDI, personal compensation from NDI funders or partners, and any lobbying activity done with or through any NDI resource.

1. **Duty to Disclose**

A staff or board member should be alert to possible conflicts of interest and circumstances that could create the appearance of a conflict. The staff or board member should disclose to the President or the Board Chairman those conflicts or situations before taking part in any deliberations or decisions on subjects where possible conflicts exist.

1. **Determination of a Conflict of Interest**

*Regarding a staff member:*

After disclosure of the actual or possible conflict of interest, the staff member’s supervisor and/or the Director of Finance and HR shall bring the conflict to the Deputy Director and/or Executive Director who will discuss and act on the issue.

If it is determined that a conflict of interest exists, or may exist, it is the prerogative of the Executive Director to decide on appropriate actions. These actions may include one or all of the following: 1) the staff member being notified that they are in violation of NDI’s Conflict of Interest policy and given the opportunity to propose a resolution, 2) the staff member being notified that the reported activity is in conflict with the policy and needs to be altered cease, 3) the staff member being notified that the reported activity is in conflict with the policy and needs to cease, and/or 4) the staff member being notified that the reported activity is in conflict with the policy and will result in a change to the individual’s employment status with NDI.

*Regarding a board member:*

After disclosure of the actual or possible conflict of interest, the President and/or Board Chair shall bring the conflict to the Executive Committee who will discuss and act on the issue. If the board member is also a member of the Executive Committee, he or she must recuse themselves from this discussion.

If the Executive Committee determines that a conflict of interest exists, or may exist, it is the prerogative of the Executive Committee to decide on appropriate actions. These determinations may include mere notification of the entire Board, recusal from decision making on the matter at hand, or resignation from that part of NDI’s governance structure where the conflict exists. The affected board member is bound by the decision of the Executive Committee. Any doubt regarding whether a conflict of interest exists should always be resolved in favor of disclosure, abstention and absence.

1. **Violations of the Conflict of Interest Policy**

If the Executive Director or Board Chair has reasonable cause to believe that a staff or board member has failed to disclose actual or possible conflicts of interest, he or she shall inform the staff or board member of the basis for such belief and afford the individual an opportunity to explain the alleged failure to disclose.

If, after hearing the response of the individual and making such further investigation as may be warranted under the circumstances, the Executive Director or Board Chair determines that the staff or board member has in fact failed to disclose an actual or possible conflict of interest, the Executive Director or Board Chair, shall apply the process identified in Section IV above.

1. **Annual Statements**

Each staff and board member shall annually sign a certificate which affirms that such person: (i) has received a copy of the policy; (ii) has read and understands the policy; (iii) has agreed to comply with the policy; and, if applicable, (iv) understands that NDI is a not-for-profit organization and that in order to maintain its federal tax exemption it must engage primarily in activities which are consistent with its tax-exempt purpose.

1. **Conflict of Interest Questionnaire**

 **Outside Interests** – (holding, directly or indirectly, a position or a financial interest in any entity with which you, an immediate family member, or a member of your household have reason to believe NDI has or will do business or form an affiliation)

Identify any outside interests of yourself or an immediate family member, or a member of your household.

\_\_ Check if none; otherwise, please describe below:

**Outside Activities** – (rendering any service for pay to any entity with which you, an immediate family member, or a member of your household has reason to believe NDI has or will do business or form an affiliation)

Identify any outside activities of yourself or an immediate family member, or a member of your household.

\_\_ Check if none; otherwise, please describe below:

**Gifts, Gratuities or Entertainment** – (accepts gifts, excessive entertainment or other favors from any entity which you, an immediate family member, or a member of your household has a reason to believe has or will do business or form an affiliation with NDI, under circumstances from which it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his or her duties, not including the acceptance of items of nominal or minor value that are clearly tokens of respect or friendship and not related to any particular transaction or activities of NDI)

Identify all gifts, gratuities or entertainment received or enjoyed by you, an immediate family member, or a member of your household that might influence your judgment or actions concerning business of NDI or any of its affiliates.

\_\_ Check if none; otherwise, please describe below:

**Competitive Activity** – (with respect to any entity in competition with NDI, holding office and other positions of influence, directing or managing such entity or providing any services for pay or in-kind)

Identify any competitive activity in which you, an immediate family member, or a member of your household are involved.

\_\_ Check if none; otherwise, please describe below:

**Financial Relationship** – (any financial relationship which you, an immediate family member, or a member of your household has with any NDI staff or board member, any NDI funder or partner, or (for Board Members only) NDI itself.

Identify any related activity in which you, an immediate family member, or a member of your household are involved.

For Board Members only --- Also identify any financial relationships with NDI:

\_\_ Check if none; otherwise, please describe below:

**Political Activity** – (activity that is political in nature, and/or involves any perception of political engagement or lobbying)

Identify any political activity in which you, an immediate family member, or a member of your household are involved.

\_\_ Check if none; otherwise, please describe below:

**Related Activity** – (activity involving an entity, committee, organization, etc. which has or will be involved in any work that is related to NDI’s core issues or engages with any of NDI’s funders or partner organizations, including those that receive training and TA from NDI).

Identify any related activity in which you, an immediate family member, or a member of your household are involved.

\_\_ Check if none; otherwise, please describe below:

**I have read, understand, and hereby agree to abide by the NDI Conflict of Interest Policy.**

**As a staff member, I agree to report to my supervisor or the Director of HR and Finance any changes to the answers herein which occur before completion of my next questionnaire.**

**As a board member, I agree to report to the board chair or he Executive Director of NDI any changes to the answers herein which occur before completion of my next questionnaire.**

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| Signature: |  | Date: |  |

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