

Conflict of Interest Policy

1) Purpose

RDPC directors and leaders serve the membership's best interests. This policy explains how to identify, disclose, and manage conflicts of interest to protect the integrity of Board decisions.

2) Scope

Applies to all RDPC directors, officers, committee members, and key volunteers who influence spending, partnerships, or policy.

3) What is a conflict of interest?

A conflict exists when a person's duty to RDPC could be affected by a personal, professional, or financial interest. This includes:

- **Financial interests:** jobs, contracts, ownership, loans, or expected benefits for you or a related party.
- **Non-financial interests:** roles, affiliations, recognition, or loyalties that influence judgment.
- **Related parties:** spouse or partner, family members, business partners, or organizations where you or they hold a role or stake.
- **Perceived conflicts:** situations a reasonable person would see as a conflict, even if you believe you can act impartially.

4) Standards of conduct

- Put RDPC's interests first when acting in any RDPC capacity.
- Do not use RDPC information, name, or resources for personal or outside benefit.
- When in doubt, disclose early and ask the Board how to proceed.

5) Disclosure duties

- **On appointment:** declare any standing conflicts to the Board.
- **Before or during meetings:** declare any conflict on an agenda item when the agenda is circulated or at the start of the meeting.
- **Between meetings:** if circumstances change, disclose to the President and Secretary as soon as reasonably possible.

6) How conflicts are handled in meetings

1. **Declare:** the director briefly states the nature of the conflict on the item.
2. **Questions for facts:** the Board may ask clarifying questions.
3. **Recuse:** the conflicted person leaves the discussion and does not vote on that item.
4. **Chair call:** if needed, the Chair determines whether a real or perceived conflict exists. Any director may raise a point of order.
5. **Quorum:** the conflicted director counts toward quorum for the meeting, but not for the vote on the conflicted item.
6. **Minutes:** the Secretary records the disclosure, recusal, and vote result in the minutes.

7) Information handling

- RDPC non-public information is confidential and must not be shared outside the club.
- Do not use another organization's confidential information to influence RDPC decisions.

8) Procurement, partnerships, and sponsorships

- Any transaction involving a director or related party must be fair, transparent, and demonstrably in RDPC's best interest.
- The conflicted director takes no part in vendor selection, negotiation, approval, or contract management for that matter.
- Use a simple competitive process whenever practical, and document the rationale for the final choice in the minutes.

9) Gifts, hospitality, and perks

- Do not accept gifts or hospitality that could influence, or appear to influence, RDPC decisions.
- Nominal items (for example, under \$100 in total value per source per year) that are customary and not tied to any decision may be accepted, but disclose if an agenda item later involves that source.

10) Outside roles and public statements

- When speaking in another capacity, do not represent that you speak for RDPC unless authorized by the Board.
- If you hold a visible role with another organization that intersects with RDPC, include a short disclosure when relevant topics arise.

11) Breaches of this policy

If a director fails to disclose or recuse, the Board may, as appropriate:

- Record the breach and direct immediate recusal,
- Reconsider or nullify the affected decision if integrity was compromised,
- Issue a written caution or require governance training,
- Remove a person from an officer or committee role, or recommend director removal per bylaws.

12) Administration

- The Chair applies this policy during meetings. If the Chair is conflicted, the Vice President or another director presides for that item.
 - The Secretary records any conflicts of interest in the meeting minutes.
 - The Board may amend this policy by resolution at any time.
 - **Effective date:** upon Board adoption.
-

Minutes template line (for any conflicted item)

“Conflict declared by [name] regarding [brief nature]. Director recused and left the room for discussion and or motion regarding ____.”