

Arts and Recreation Foundation of Overland Park CONFLICT OF INTEREST POLICY

The purpose of the following policy and procedures is to complement the Arts and Recreation Foundation of Overland Park (ARFOP) bylaws to prevent the personal interest of directors, staff and members of the Friends Executive Committees from interfering with the performance of their duties to supporters and stakeholders or result in personal financial, professional, or political gain on the part of such persons at the expense of supporters and stakeholders.

Definitions:

ARFOP includes Friends of the Arboretum, Friends of the Farmstead and Friends of Overland Park Arts.

Conflict of Interest means a conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust.

Persons "*in a position of trust*" include officers and members of the ARFOP Board of Directors, staff members and those appointed to serve on the Executive Committees of the Friends organizations.

Staff means a person who receives all or part of her/his income from ARFOP, either as a salaried employee, a contract employee, an independent contractor, or an employee of the City of Overland Park whose salary is underwritten by a grant from ARFOP.

POLICY AND PRACTICES

1. Full disclosure, by notice in writing, shall be made by the interested parties to the full Board of Directors in all conflicts of interest, including but not limited to the following:
 - a. A board member or Friends Executive Committee member is related to another board member, Friends Executive Committee member or staff member by blood, marriage or domestic partnership.
 - b. A staff member in a supervisory capacity is related to another staff member whom she/he supervises.
 - c. A board member or Friends Executive Committee member or their organization stands to benefit from an ARFOP transaction or staff member of such organization receives payment from ARFOP for any subcontract, goods, or services other than as part of her/his regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy.
 - d. A board member or Friends Executive Committee member's organization receives grant funding from ARFOP.
 - e. A board member or Friends Executive Committee member or staff member is a member of the governing body of a contributor to ARFOP.
2. Following full disclosure of a possible conflict of interest or any condition listed above, the Board of Directors shall determine whether a conflict of interest exists; and, if so, the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect ARFOP's best interests. Both votes shall be by a majority vote without counting the vote of any interested director, even if the disinterested directors are less than a quorum provided that at least one consenting director is disinterested.
3. A Board member or Friends Executive Committee member who is formally considering employment with ARFOP must take a temporary leave of absence until the position is filled. Such a leave will be taken within the board member's elected term, which will not be extended because of the leave. A board member or Friends Executive Committee member who is formally considering employment with ARFOP must submit a written request for a temporary leave of absence to the Secretary of the ARFOP Board of Directors, c/o the ARFOP office, indicating the time period of the leave. The Secretary of ARFOP will inform the President of the Board of such a request. The President will bring the request to the board for action. The request and any action taken shall be reflected in the official minutes of the ARFOP board meeting.

4. An interested board member, officer, Friends Executive Committee member or staff member shall not participate in any discussion or debate of the Board of Directors, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present board or committee member.
5. Anyone in a position to make decisions about spending ARFOP's resources (i.e., transactions such as purchases or contracts) – who also stands to benefit from that decision – has a duty to disclose that conflict as soon as it arises (or becomes apparent); s/he should not participate in any final decisions.
6. A copy of this policy shall be given to all board members, Friends Executive Committee members and staff members, upon commencement of such person's relationship with ARFOP or at the official adoption of stated policy. Each board member, officer, Friends Executive Committee member, staff member shall sign and date the policy at the beginning of her/his term of service or employment and each year thereafter. Failure to sign does not nullify the policy.
7. This policy and disclosure form must be filed annually by all specified parties.

Approved by the Arts and Recreation Foundation Board of Directors
March 17, 2009

I have read the ARFOP Conflict of Interest Policy and agree to abide by its provisions.

Signature

Printed Name

Date: _____

The template for this policy was provided by the National Council of Nonprofit Associations.